

1625 Broadway
Suite 2000
Denver, CO 80202

Tel: 303.228.4000
Fax: 303.228.4280
www.nobleenergyinc.com



October 23, 2009

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

Attn: Mr. David Neslin, Director

RE: **Ashton J33-21D**
Codell/Niobrara New Drill
Township 5 North, Range 66 West, 6th P.M.
Section 33: NW/4NW/4: 1216' FNL & 1305' FWL (Surface Location)
Section 33: NW/4SE/4: 2502' FSL & 2570' FEL (Bottom Hole 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 SW/4NE/4, SE/4NW/4, NE/4SW/4, and the NW/4SE/4, T5N, R 66W, 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 wells located within the existing 160-acre governmental quarter section (SE/4) to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat.

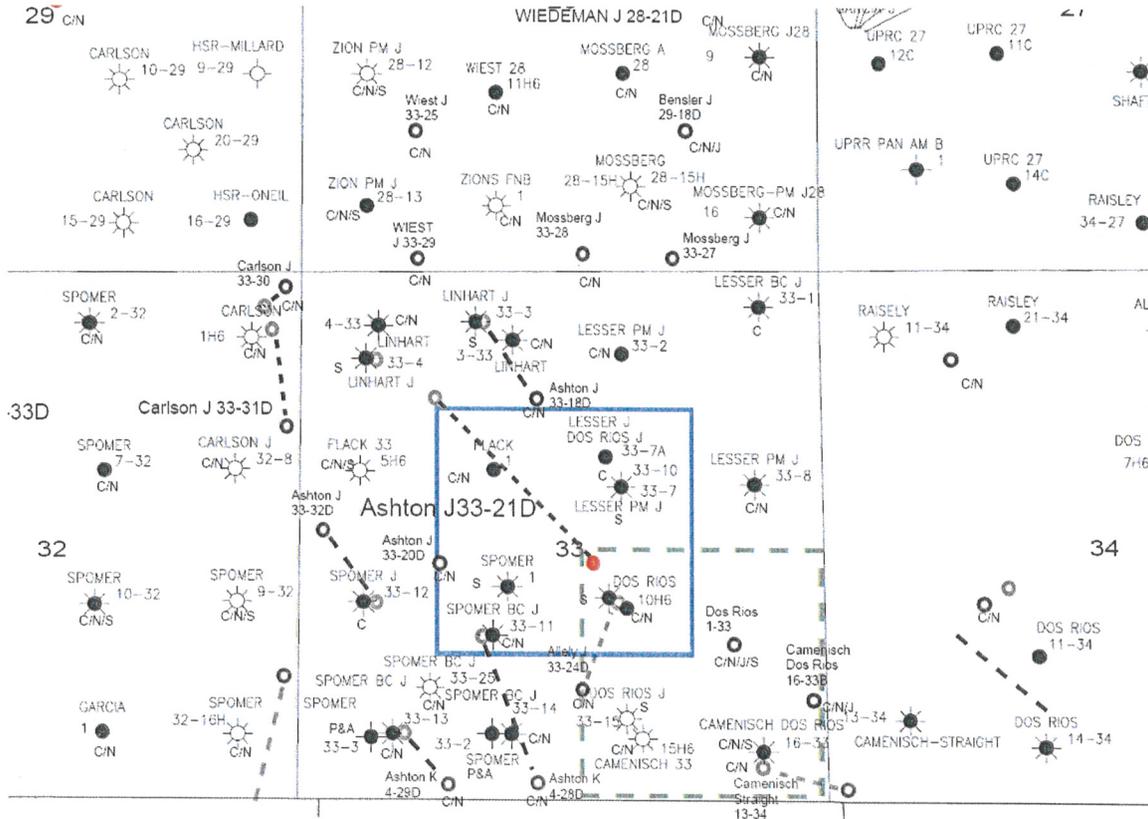
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

A handwritten signature in blue ink that reads 'Mari Clark'.

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

Ashton J33-21D
NWSE Section 33, T5N, R66W, 6th PM



LEGEND

 Proposed 160 acre Spacing Unit

 Bottom Hole Located NWSE, Sec. 33, T5N-R66W

The governmental ¼ Section has less than 8 bottom hole wells producing from the Codell, Niobrara, & J-Sand Formations.

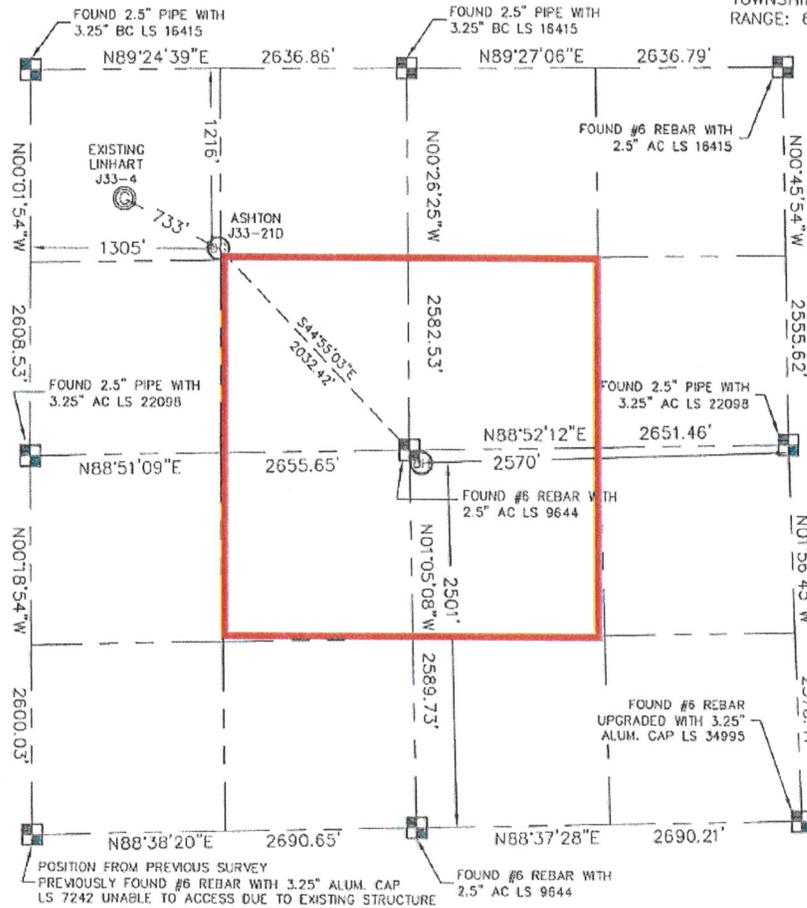
Proposed 318 Ae Spacing Unit

KING SURVEYORS, INC. 650 GARDEN DR. WINDSOR, CO 80550

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 33
TOWNSHIP: 5N
RANGE: 66W



In accordance with a request from Drew Hetherington with Noble Energy Inc. King Surveyors Inc. has determined the surface location of the ASHTON J33-210 to be 1216' from the NORTH line and 1305' from the WEST line and the bottom hole to be 2501' from the SOUTH line and 2570' from the EAST line as measured at right angles from the section line of Section 33, Township 5 North, Range 66 West of the Sixth Principal Meridian, County of Weld, State of Colorado. I hereby state that this Well Location Certificate was prepared by me, or under my direct supervision, that the fieldwork was completed on 6/4/2009, for and on behalf of Noble Energy Inc. That this 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.

NOTE:

- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983/92.
- 2) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
- 3) NEAREST EXISTING WELL: LINHART J33-4 733'
- 4) IMPROVEMENTS: See VISIBLE IMPROVEMENTS exhibit for all improvements within 400' of well head
- 5) SURFACE USE: GRASS AREA, PASTURE

SURFACE LOCATION
LATITUDE: 40.359911°N
LONGITUDE: 104.78946°W
PDOP: 1.2
ELEV: 4805
1/4, 1/4, NW 1/4, NW 1/4, SECTION 33, TOWNSHIP 5 NORTH, RANGE 66 WEST, COUNTY OF WELD, STATE OF COLORADO
NEAREST PROPERTY LINE: 82' SOUTH

BOTTOM HOLE
LATITUDE: 40.35593°N
LONGITUDE: 104.78435°W

NOTE:

According to Colorado law, you must commence any legal action based upon any defect in this W.L.C. within three years after you discover such defect. In no event, may any action based upon any defect in this survey be commenced more than ten years after the date of the certificate shown hereon. (13-80-105 C.R.S.)

LEGEND

-  = ALIQUOT MONUMENT AS DESCRIBED
-  = CALCULATED POSITION

Stamp: STEVEN A. LUND, 34995, State of Colorado, Professional Land Surveyor No. 34995, PROJECT#: 2008108



August 24, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6543 1956

Frank Wilson III
1187 Coast Village Rd., #1-496
Santa Barbara, CA 93013

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Ashton J33-21D**
Township 5 North, Range 66 West
Section 33: NW/4SE/4 (BHL)
Weld County, Colorado

Dear Mr. Wilson:

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 SW/4NE/4, NW/4SE/4, NE/4SW/4 and SE/4NW/4 of Section 33, in T5N, R66W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara/J Sand formation(s) 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/J Sand Formation(s).

(3) **Surface and Bottomhole Locations**

SHL: 1216' FNL, 1305' FWL, Section 33, T5N, R66W, 6th P.M
BHL: 2501' FSL, 2570' FEL, Section 33, T5N, R66W, 6th P.M

(4) **Anticipated Spud Date**

1st 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) 228-4233 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.

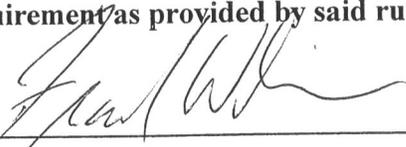

Angela Mallon
Land Negotiator

AM:jkb

Enclosures

Frank Wilson III:

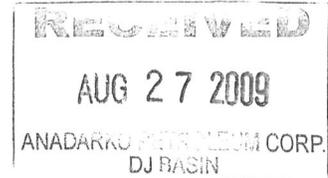
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Ashton J33-21D well in Section 33, T5N, R66W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By:  _____

Date: 9/14/09

1625 Broadway
Suite 2200
Denver, Colorado 80202

Tel: 303.228.4000
Fax: 303.228.4280



August 24, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6543 2694

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/J Sand: New Well
WELL NAME: **Ashton J33-21D**
Township 5 North, Range 66 West
Section 33: NW/4SE/4 (BHL)
Weld County, Colorado

Dear Mr. Miller:

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 SW/4NE/4, NW/4SE/4, NE/4SW/4 and SE/4NW/4 of Section 33, in T5N, R66W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara/J Sand formation(s) 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/J Sand Formation(s).

(3) **Surface and Bottomhole Locations**

SHL: 1216' FNL, 1305' FWL, Section 33, T5N, R66W, 6th P.M
BHL: 2501' FSL, 2570' FEL, Section 33, T5N, R66W, 6th P.M

(4) **Anticipated Spud Date**

1st 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) 228-4233 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Angela Mallon
Land Negotiator

AM:jkb

Enclosures

Kerr-McGee Oil & Gas Onshore LP:

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 Ashton J33-21D well in Section 33, T5N, R66W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: Chad McAllaster

Printed Name: Chad McAllaster, Subsurface Manager

Date: 9/22/09



August 24, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6543 2724

Larry D. Krause
3009 Marguerite Blvd.
Billings, MT 59102

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Ashton J33-21D**
Township 5 North, Range 66 West
Section 33: NW/4SE/4 (BHL)
Weld County, Colorado

Dear Mr. Krause:

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 SW/4NE/4, NW/4SE/4, NE/4SW/4 and SE/4NW/4 of Section 33, in T5N, R66W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara/J Sand formation(s) 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/J Sand Formation(s).

(3) **Surface and Bottomhole Locations**

SHL: 1216' FNL, 1305' FWL, Section 33, T5N, R66W, 6th P.M
BHL: 2501' FSL, 2570' FEL, Section 33, T5N, R66W, 6th P.M

(4) **Anticipated Spud Date**

1st 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) 228-4233 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Angela Mallon
Land Negotiator

AM:jkb

Enclosures

Larry D. Krause:

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 Ashton J33-21D well in Section 33, T5N, R66W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: Larry D. Krause

Date: 8-28-09



August 24, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6543 2717

Johnie M. Ouzts
88 River Park Lane
Carbondale, CO 81623

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Ashton J33-21D**
Township 5 North, Range 66 West
Section 33: NW/4SE/4 (BHL)
Weld County, Colorado

Dear Mr. Ouzts:

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 SW/4NE/4, NW/4SE/4, NE/4SW/4 and SE/4NW/4 of Section 33, in T5N, R66W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara/J Sand formation(s) 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/J Sand Formation(s).

(3) **Surface and Bottomhole Locations**

SHL: 1216' FNL, 1305' FWL, Section 33, T5N, R66W, 6th P.M
BHL: 2501' FSL, 2570' FEL, Section 33, T5N, R66W, 6th P.M

(4) **Anticipated Spud Date**

1st Quarter, 2010

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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) 228-4233 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Angela Mallon
Land Negotiator

AM:jkb

Enclosures

Johnie M. Ouzts:

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 Ashton J33-21D well in Section 33, T5N, R66W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: Johnie M. Ouzts

Date: 9/9/09

August 24, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6543 2700

Gertrude Weber
c/o Malvern Farm
249 Malvern Farm Drive
Charlottesville, VA 22903

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Ashton J33-21D**
Township 5 North, Range 66 West
Section 33: NW/4SE/4 (BHL)
Weld County, Colorado

Dear Ms. Weber:

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**

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(2) **Target Formations**

This well will be drilled to a total depth to sufficiently test the Codell/Niobrara/J Sand Formation(s).

(3) **Surface and Bottomhole Locations**

SHL: 1216' FNL, 1305' FWL, Section 33, T5N, R66W, 6th P.M
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(4) **Anticipated Spud Date**

1st Quarter, 2010

(5) **Request for Title Information**

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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) 228-4233 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Angela Mallon
Land Negotiator

AM:jkb

Enclosures

Gertrude Weber:

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 Ashton J33-21D well in Section 33, T5N, R66W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: Gertrude Weber

Date: 9/01/09

August 24, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6543 1949

Jack A. McCartney
8955 W. 10th Avenue
Lakewood, CO 80215

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Ashton J33-21D**
Township 5 North, Range 66 West
Section 33: NW/4SE/4 (BHL)
Weld County, Colorado

Dear Mr. McCartney:

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**
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SHL: 1216' FNL, 1305' FWL, Section 33, T5N, R66W, 6th P.M
BHL: 2501' FSL, 2570' FEL, Section 33, T5N, R66W, 6th P.M
- (4) **Anticipated Spud Date**
1st Quarter, 2010

(5) **Request for Title Information**

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Thank you for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4233 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.


Angela Mallon
Land Negotiator

AM:jkb

Enclosures

Jack A. McCartney:

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By: _____

Date: _____

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Jack A. McCartney
8955 West 10th Avenue
Lakewood, CO 80215



Ashton J33-21D am 20 day

2. Article Number

(Transfer from service label)

7007 2560 0002 6543 1949

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540

COMPLETE THIS SECTION ON DELIVERY

- A. Signature Agent Agent
 X *Jack A. McCartney* Addressee
- B. Received by (Printed Name) *J. McCartney* Date of Delivery *8/26*
- D. Is delivery address different from item 1? Yes No
 if YES, enter delivery address below:

3. Service Type
- Certified Mail
 - Registered
 - Insured Mail
 - Express Mail
 - Return Receipt for Merchandise
 - C.O.D.

4. Restricted Delivery? (Extra Fee) Yes

**U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT**
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

OFFICIAL USE

Postage \$	
Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees \$	

Postmark Here

Ashton J33-21D
Julie Brown
20 Day

Sent To *Jack A. McCartney*
 Street or PO Box No. *8955 West 10th Avenue*
 City, State, ZIP+4® *Lakewood, CO 80215*

PS Form 3800, August 2006 See Reverse for Instructions

7007 2560 0002 6543 1949