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February 4, 2010

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

Attn: Mr. David Neslin, Director

RE: THOMPSON D20-31D
Codell/Niobrara/J Sand New Drill
Township 3 North, Range 64 West, 6th P.M.
Section 17: SW/4SW/4: 251' FSL & 269' FWL (Surface Location)
Section 19: SE/4SW/4: 1450' FNL & 150' 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 E/2NE/4 of Section 19 and the W/2NW/4, T3N, R64W, creating a 160-acre wellbore spacing unit. NEI is the only owner within the proposed wellbore spacing unit, therefore NEI hereby attests that no notice letters are required under COGCC Rule 318A.e.(6).

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 (SW/4) to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat.

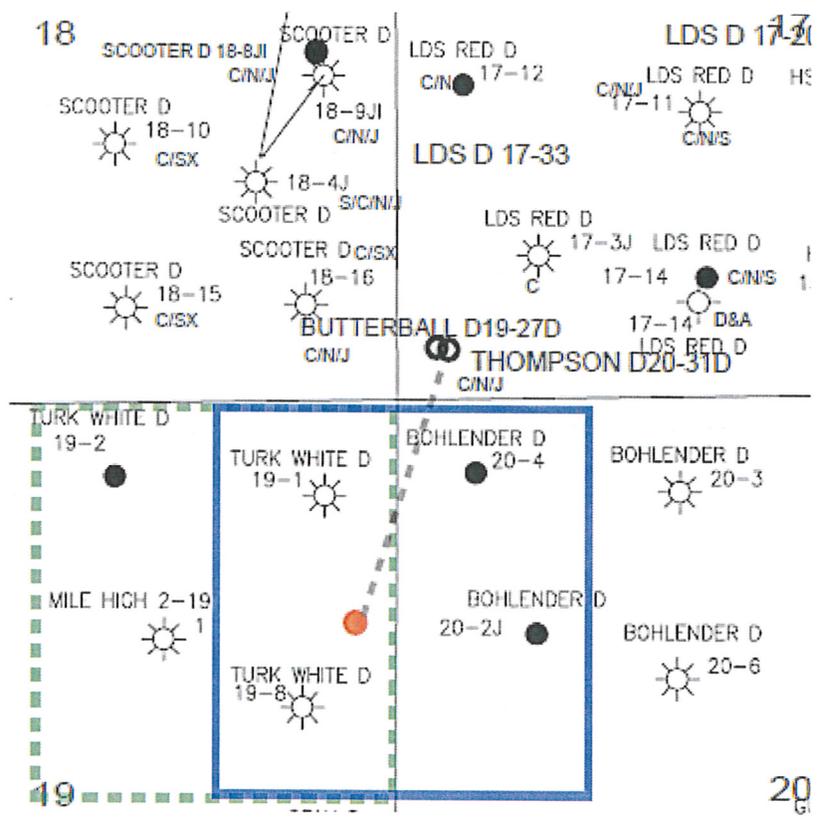
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

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

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

THOMPSON D20-31D
SESW, Section 19, T3N, R64W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located SESW, Sec 19, T3N, R64W

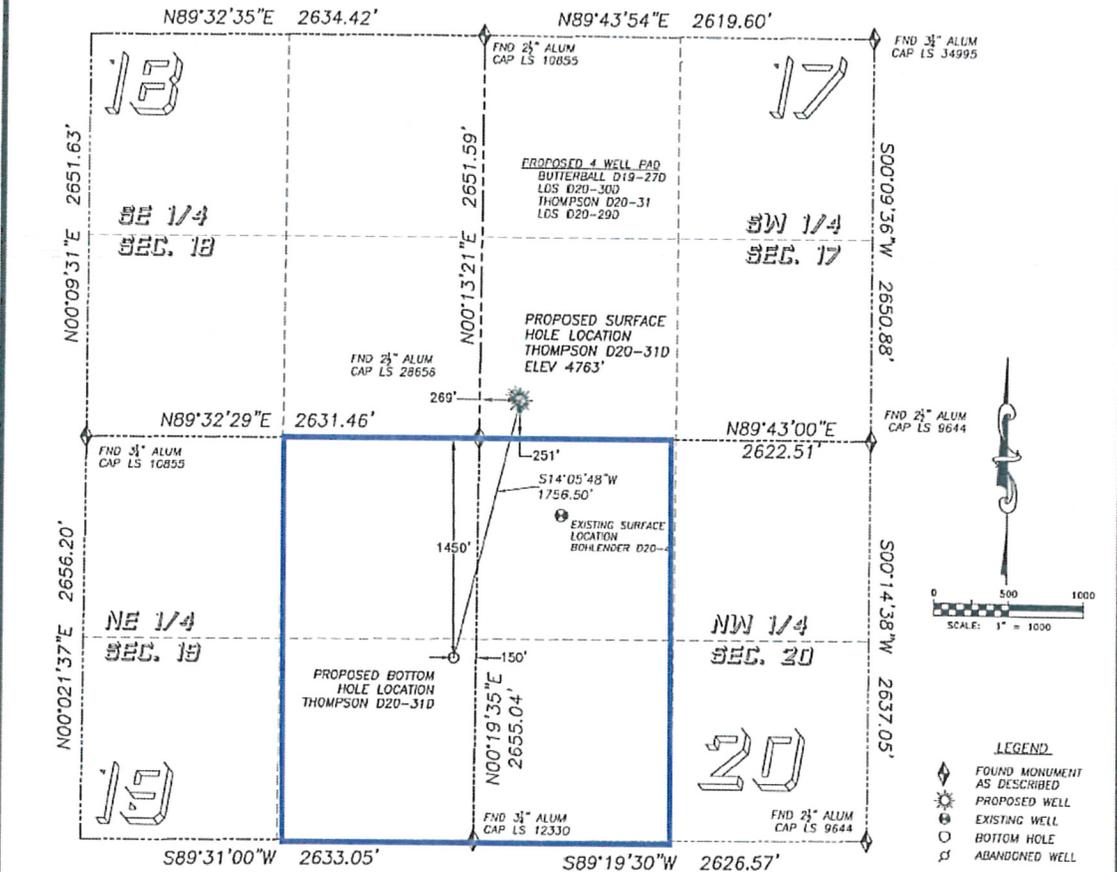
The governmental ¼ Section has less than 8 bottom hole wells producing from the Codell, Niobrara, & J-Sand Formations.

PROPOSED 318Ae SPACING UNIT

DALEY LAND SURVEYING, INC. PARKER, CO. 80134 303 953 9841

WELL LOCATION CERTIFICATE THOMPSON D20-31D

SECTION 17, TOWNSHIP 3 NORTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN



NAD 83 LATITUDE AND LONGITUDE
THOMPSON D20-31D SURFACE HOLE
 LATITUDE: N40.21875'
 LONGITUDE: W104.58347'
 ELEVATION: 4763'
 PDOP 1.5
 251' FSL, 269' FWL

BOTTOM HOLE:
 LATITUDE: N40.21407'
 LONGITUDE: W104.58500'
 1450' FNL, 150' FEL, SEC. 19

NEAREST EXISTING WELL:
BOHLENDER D20-4 SURFACE HOLE
 LATITUDE: N40.21668'
 LONGITUDE: W104.58246'
 ELEVATION: 4766'
 806' SOUTHEAST

QUARTER/QUARTER: SW4/SW4

NEAREST APPARENT PROPERTY LINE:
 251'± SOUTH

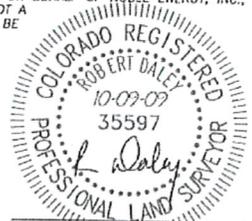
IN ACCORDANCE WITH A REQUEST FROM MATT CAMPBELL OF NOBLE ENERGY INC., DALEY LAND SURVEYING, INC. HAS DETERMINED THE SURFACE LOCATION OF THE THOMPSON D20-31D WELL TO BE 251' FSL, 269' FWL, AS MEASURED AT NINETY (90) DEGREES FROM THE SECTION LINES OF SECTION 17, TOWNSHIP 3 NORTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN, WELD COUNTY COLORADO.

THE BOTTOM HOLE LOCATION PROVIDED BY THE CLIENT IS TO BE 1450' FNL, 150' FEL, SEC 19, T3N, R64W.

I HEREBY CERTIFY THAT THIS WELL LOCATION CERTIFICATE WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION, THAT THE WORK WAS COMPLETED ON 09/28/2009 FOR AND ON BEHALF OF NOBLE ENERGY, INC., AND THAT THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY, IT IS NOT A LAND SURVEY PLAT OR AN IMPROVEMENT SURVEY PLAT AND IT IS NOT TO BE RELIED UPON FOR THE ESTABLISHMENT OF FENCE, BUILDING OR OTHER FUTURE IMPROVEMENT LINES.

- NOTES:**
- 1) BASIS OF BEARING FOR THIS MAP IS ASSUMED AND BASED UPON GPS OBSERVATIONS MADE BETWEEN MONUMENTS LOCATED AT THE SOUTHWEST AND WEST QUARTER CORNER OF SECTION 17, T.3N., R.64W., AND ALL BEARINGS SHOWN HEREON ARE RELATIVE THERETO.
 - 2) HORIZONTAL DATUM IS NAD83.
 - 3) VERTICAL DATUM IS NAVD83. ELEVATIONS ARE DERIVED FROM GPS-RTK OBSERVATIONS PROCESSED THROUGH OPUS, UTILIZING THE GEOID03 MODEL.
 - 4) SEE VISIBLE IMPROVEMENTS EXHIBIT FOR IMPROVEMENTS WITHIN 400' OF PROPOSED SURFACE HOLE LOCATION
 - 5) SURFACE USE: CULTIVATED FIELD

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 such defect in this W.L.C. be commenced more than ten years from the date of the certification shown hereon.



FOR AND ON BEHALF OF
 DALEY LAND SURVEYING INC.,
 Robert Daley, PLS 35597