

February 17, 2010

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

Attn: Mr. David Neslin, Director

RE: **BEDDO P25-32D**
Codell/Niobrara/J Sand New Drill
Township 3 North, Range 67 West, 6th P.M.
Section 25: NW/4NW/4: 571' FNL & 429' FWL (Surface Location)
Section 25: SW/4NW/4: 2585' FNL & 75' FWL (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/NW, NW/SW of Section 25 and the SE/NE, NE/SE of Section 26, T3N, R67W, 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 (NW/4) to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat.

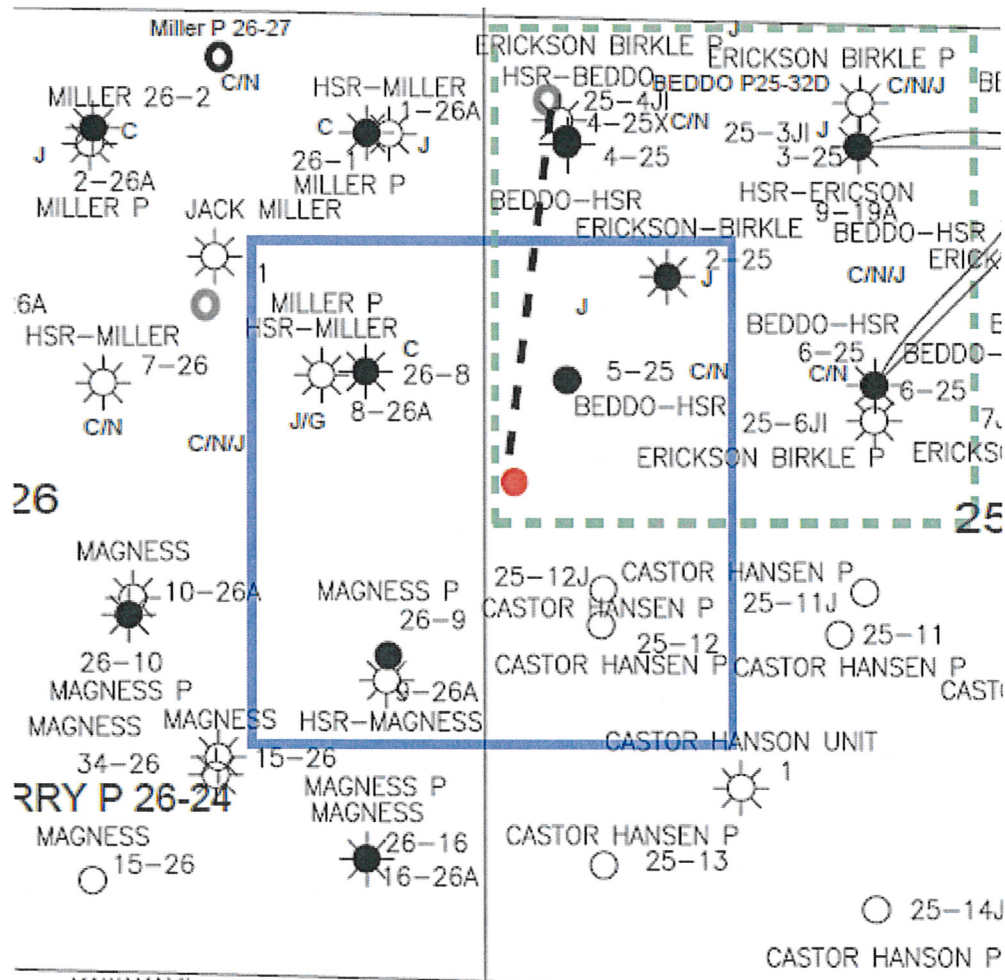
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,



Mari Clark
Regulatory Analyst II
Noble Energy Inc.

BEDDO P25-32D
SWNW, Section 25, T3N, R67W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located SWNW, Section 25, T3N, R67W

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

Steel Surveying Services, LLC

1102 West 19th Street P.O. BOX 2037
WELL LOCATION CERTIFICATE
 THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

Cheyenne, Wyoming 82009

SECTION 25
TOWNSHIP 3 NORTH
RANGE 67 WEST

25

SECTION 25
TOWNSHIP 3 NORTH
RANGE 67 WEST

NOTES:

- 1) BASIS OF BEARINGS FOR THIS MAP ARE BASED UPON GPS OBSERVATIONS MADE ON 11/05/2008 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 NGS OPUS SOLUTION NAVD 88 DATUM.
- 3) THE NEAREST EXISTING WELL IS: ERICKSON BIRKLE P25-43, 46' SOUTHEAST.
- 4) SEE VISIBLE IMPROVEMENTS EXHIBIT FOR ALL IMPROVEMENTS WITHIN 400'.
- 5) THE LOCATION FALLS IN PASTURE LAND.

IN ACCORDANCE WITH A REQUEST FROM MATT CAMPBELL - NOBLE ENERGY INC. STEEL SURVEYING SERVICES, LLC HAS DETERMINED THE LOCATION OF THE BEDDO P25-320 WELL TO BE 571' FNL, 429' FNL, AS MEASURED AT NINETY (90) DEGREES FROM THE SECTION LINES, SECTION 25, TOWNSHIP 3 NORTH, RANGE 67 WEST, 6TH PRINCIPLE MERIDIAN, WELD COUNTY, COLORADO.

I HEREBY CERTIFY THAT THIS WELL LOCATION CERTIFICATE WAS PREPARED BY ME, OR UNDER MY DIRECT SUPERVISION, THAT THE FIELD WORK WAS COMPLETED ON 07/17/2009, 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.

LEGEND

① FOUND SURVEY MONUMENT PER MONUMENT RECORD - EXCEPTIONS NOTED.

② CALCULATED DIMENSION

LATITUDE & LONGITUDE (NAD 83 SURFACE HOLE):
 LATITUDE: N 40.20185°
 LONGITUDE: W 104.84716°
 PDOP: 2.0
 QUARTER-QUARTER: NW/4NW/4
 NEAREST PROPERTY LINE: 429' TO THE WEST

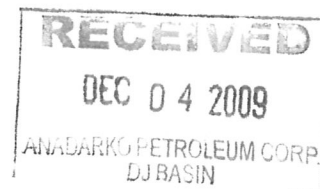
Completed 07/20/2009

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

JOB #: 09086

1625 Broadway
Suite 2200
Denver, Colorado 80202

Tel: 303.228.4000
Fax: 303.228.4280



December 3, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7008 3230 0001 8978 1135

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

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J-Sand: New Well
WELL NAME: **Beddo P25-32D**
Township 3 North, Range 67 West
Section 25: SW/4NW/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 NE/4SE/4, SE/4NE/4 of Section 26, in T3N, R67W, 6th P.M., and the SW/4NW/4, NW/4SW/4 of Section 25, in T3N, R67W, 6th P.M., as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara/J-Sand 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/J-Sand formations.

(3) **Surface and Bottomhole Locations**

SHL: 571' FNL, 429' FWL, Section 25, T3N, R67W, 6th P.M.
BHL: 2585' FNL, 75' FWL, Section 25, T3N, R67W, 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 call me at 303-228-4346 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Sean Howley
Land Negotiator

SH:mw

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 Beddo P25-32D well in Section 25, T3N, R67W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By:  _____

Brian J. Smith, Subsurface Manager

Printed Name: _____

Date: _____

FEB 08 2010