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www.nobleenergyinc.com



March 1, 2010

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

Attn: Mr. David Neslin, Director

RE: **Marley C01-28D**
Codell/Niobrara New Drill
Township 4 North, Range 64 West, 6th P.M.
Section 1: NE/4NW/4: 613' FNL & 2021' FWL (Surface Location)
Section 36: SE/4SW/4: 150' FSL & 2515' 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 NW/NE, NE/NW of Section 1, T4N,R64W and the SW/SE, SE/SW of Section 36, T5N, R64W, 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 (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 black ink that reads 'Kate Miller'.

Kate Miller
Regulatory Specialist
Noble Energy Inc.

January 14, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7009 2250 0004 3133 0155

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

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara: New Well
WELL NAME: **MARLEY C01-28D**
Township 5 North, Range 64 West
Section 36: SE/4SW/4 (BHL)
Weld County, Colorado

Dear Mr. Gonzalez:

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 NW/4NE/4 and the NE/4NW/4 of Section 1, in T4N, R64W, 6th P.M., and the SW/4SE/4 and the SE/4SW/4 of Section 36, in T5N, R64W, 6th P.M., as depicted on the enclosed plat. The working interests attributable to the 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 formations.

(3) **Surface and Bottomhole Locations**

SHL: 613' FNL, 2021' FWL, Section 1, T4N, R64W, 6th P.M
BHL: 150' FSL, 2515' FWL, Section 36, T5N, 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 return to Noble as soon as possible. A duplicate letter for your records is also enclosed. Your cooperation in this matter is greatly appreciated so that Noble may timely continue the permitting process for this well.

Thank you for your timely consideration and response to this proposal. Please do not hesitate to contact me at 303-228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Senior Land Negotiator

CMK: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 MARLEY C01-28D well in Section 36, T5N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

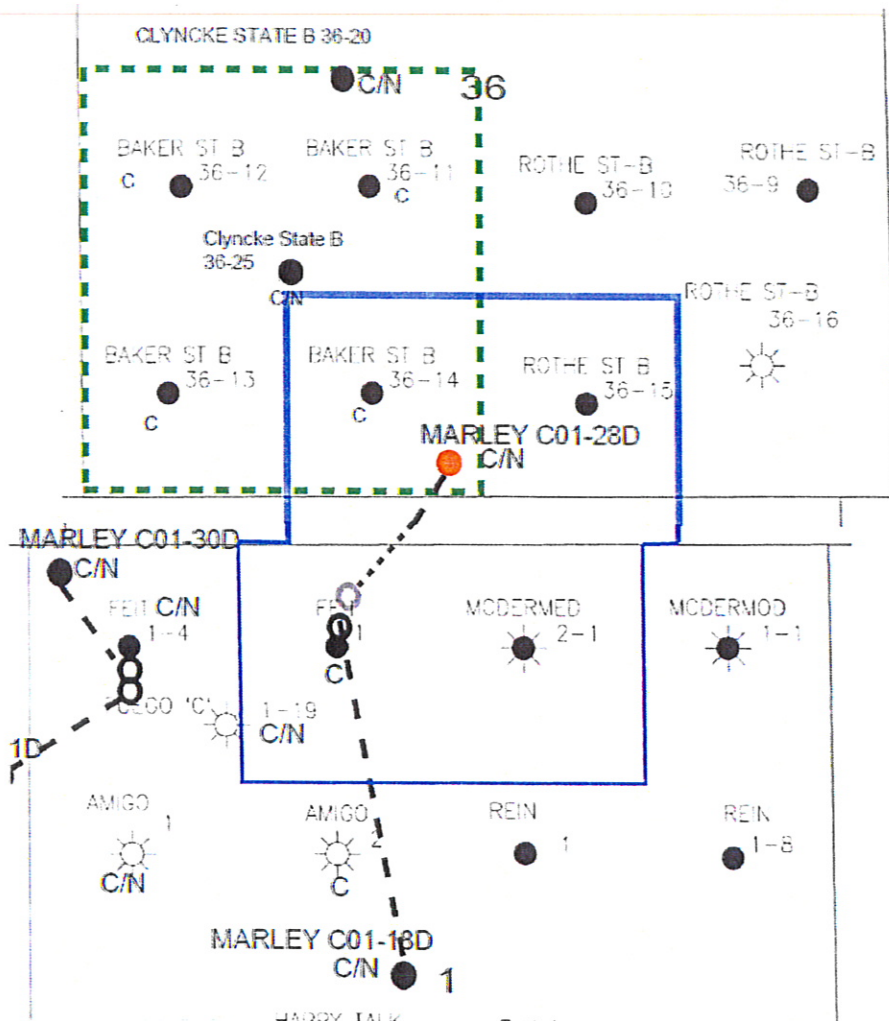
KERR-MCGEE OIL & GAS ONSHORE LP:

By: _____

Printed Name: _____

Date: _____

MARLEY C01-28D
SESW, Section 36, T5N, R64W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located SESW, Section 36, T5N, R64W

The governmental $\frac{1}{4}$ Section has less than 8 bottom hole wells producing from the Codell and Niobrara formations.

PROPOSED 318Ae SPACING UNIT

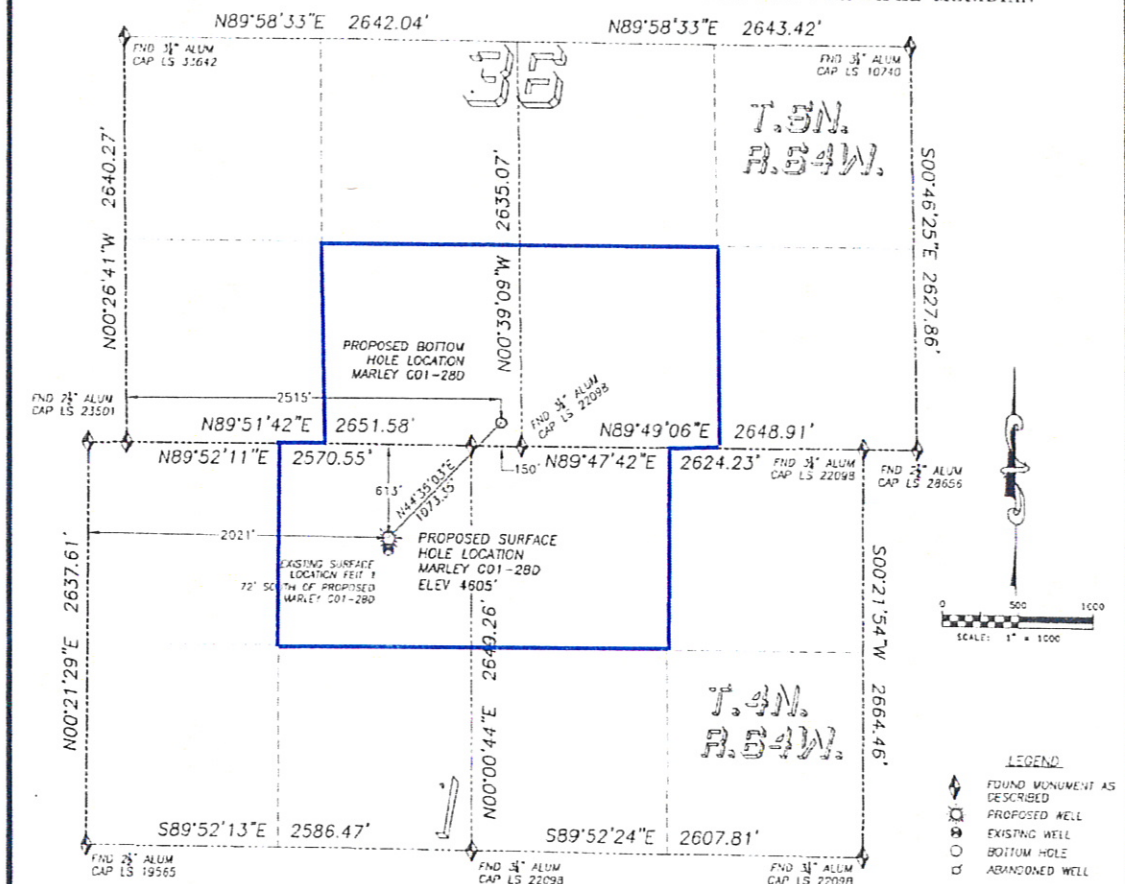
DALEY LAND SURVEYING, INC.

PARKER, CO. 80134

303 953 9841

WELL LOCATION CERTIFICATE MARLEY C01-28D

SECTION 1, TOWNSHIP 4 NORTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN



NAD 83 LATITUDE AND LONGITUDE

MARLEY C01-28D SURFACE HOLE:

LATITUDE: N40.35698°
LONGITUDE: W104.50090°
ELEVATION: 4605'

PDDP: 2.4

613' FNL, 2021' FWL

BOTTOM HOLE:

LATITUDE: N40.34908°
LONGITUDE: W104.49819°
150' FSL, 2515' FWL, S36, T5N, R64W

NEAREST EXISTING WELL:

FEIT 1 SURFACE HOLE
LATITUDE: N40.34678°
LONGITUDE: W104.50091°
ELEVATION: 4604'
72' SOUTH

QUARTER/QUARTER, NE4/NW4, C0071 101.3

NEAREST APPARENT PROPERTY LINE:
553'± EAST

IN ACCORDANCE WITH A REQUEST FROM BILL BETSON OF NOBLE ENERGY INC., DALEY LAND SURVEYING, INC. HAS DETERMINED THE SURFACE LOCATION OF THE MARLEY C01-28D WELL TO BE 613' FNL, 2021' FWL, AS MEASURED AT NINETY (90) DEGREES FROM THE SECTION LINES OF SECTION 1, TOWNSHIP 4 NORTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN, WELD COUNTY COLORADO.

THE BOTTOM HOLE LOCATION PROVIDED BY THE CLIENT IS TO BE 150' FSL, 2515' FWL OF SEC. 36, T5N, R64W. I HEREBY CERTIFY THAT THIS WELL LOCATION CERTIFICATE WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION, THAT THE WORK WAS COMPLETED ON 10/01/2009 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 BEARINGS FOR THIS MAP ARE ASSUMED AND BASED UPON GPS OBSERVATIONS MADE BETWEEN MONUMENTS LOCATED AT THE NORTHWEST AND NORTH QUARTER CORNER OF SECTION 1, T4N, R64W, AND ALL BEARINGS SHOWN HEREON ARE RELATIVE THERE TO.
- 2) HORIZONTAL DATUM IS NAD83.
- 3) VERTICAL DATUM IS NAVD83. ELEVATIONS ARE DERIVED FROM GPS-RTK OBSERVATIONS PROCESSED THROUGH CPUS, UTILIZING THE GEOID03 MODEL.
- 4) SEE VISIBLE IMPROVEMENTS EXHIBIT FOR VISIBLE IMPROVEMENTS WITHIN 400' OF PROPOSED SURFACE HOLE LOCATION.
- 5) SURFACE USE: OPEN FIELD.

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



FOR ANY USE BEHALF OF
DALEY LAND SURVEYING INC.
Robert Daley, PLS 35597