

1625 Broadway
Suite 2000
Denver, CO 80202



Tel: 303.228.4000
Fax: 303.228.4280
www.nobleenergyinc.com

April 20, 2010

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

Attn: Mr. David Neslin, Director

RE: **Foos C12-28**

20 Day Certification

Codell/Niobrara/J Sand New Drill
Township 4 North, Range 64 West, 6th P.M.
Section 12: NW/4NE/4: 175' FNL & 2325' FEL (Surface Location)
Section 12: NW/4NE/4: 175' FNL & 2325' 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 SE/SW, SW/SE of Sec 1 and NE/NW, NW/NE of Sec 12,, T4N, R 64W, 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 (NE/4) to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat.

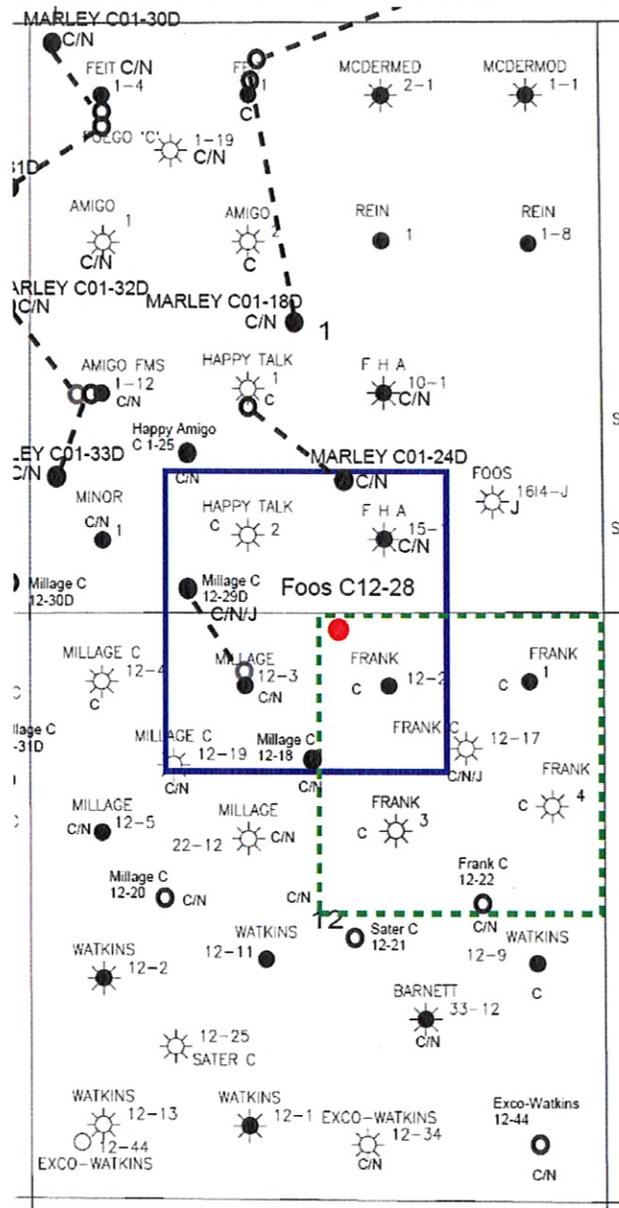
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

A handwritten signature in blue ink that reads 'Cheryl Johnson'.

Cheryl Johnson
Regulatory Analyst II
Noble Energy Inc.

FOOS C 12-28
NWNE, Section 12, T4N, R64W



LEGEND



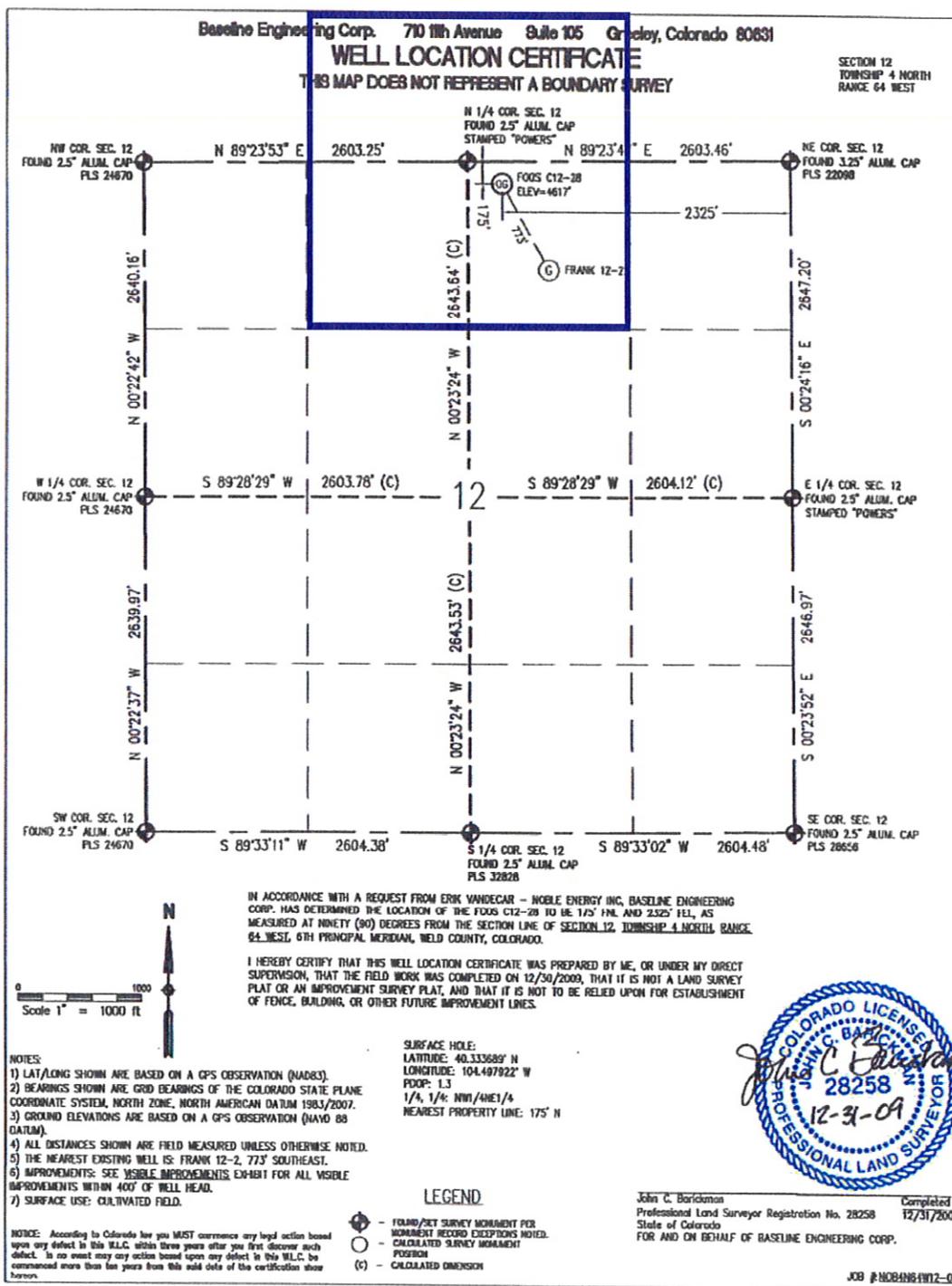
Proposed 160 acre Spacing Unit



Bottom Hole Located NWNE, Section 12, T4N, R64W

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

Proposed 318 Ae Spacing Unit



March 4, 2010

SENT VIA REGULAR MAIL

R.R. Pennington
9819 Sagecourt Drive
Houston, TX 77089

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Foos C12-28**
Township 4, Range 64 West
Section 12: NW/4NE/4 (BHL)
Weld County, Colorado

Dear Mr. Pennington:

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 SE/4SW/4, SW/4SE/4 of Section 1, in T4N, R64W, 6th P.M., and the NE/4NW/4, NW/4NE/4 of Section 12, in T4N, R64W, 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: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.
BHL: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.

(4) **Anticipated Spud Date**

3rd 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 303-228-4367 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Robert J. Bram
Senior Land Negotiator

RJB:mw

Enclosures

R.R. PENNINGTON:

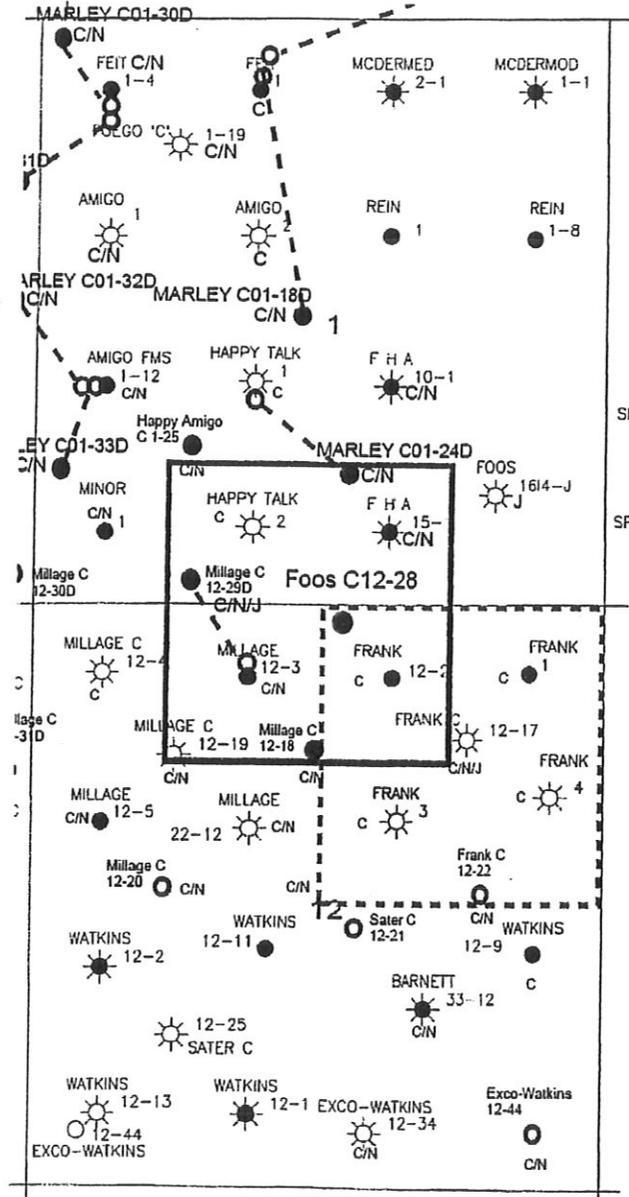
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Foos C12-28 well in Section 12, T4N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: 

Printed Name: R. R. Pennington

Date: 3-18-2010

FOOS C 12-28
NWNE, Section 12, T4N, R64W



LEGEND



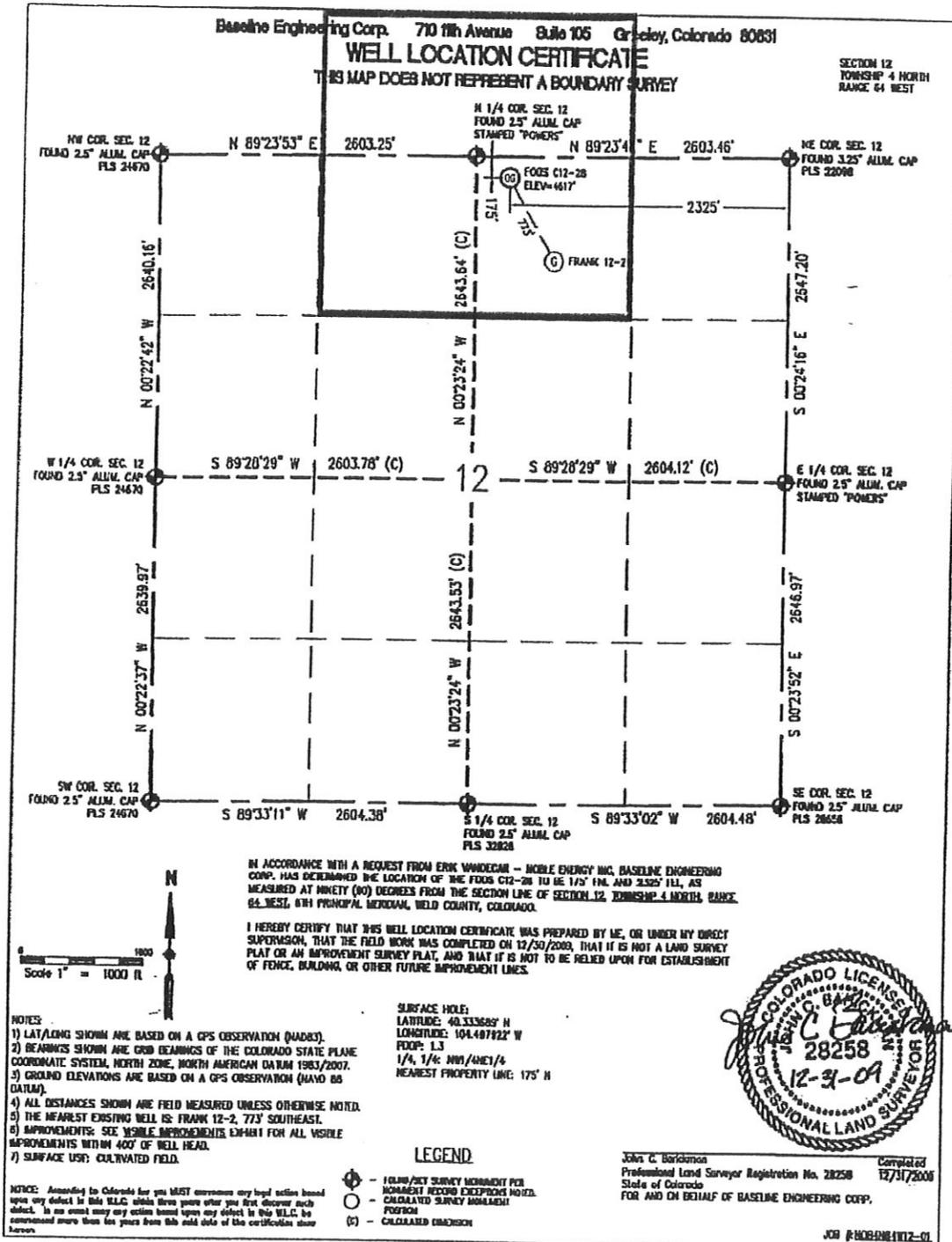
Proposed 160 acre Spacing Unit



Bottom Hole Located NWNE, Section 12, T4N, R64W

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

Proposed 318 Ae Spacing Unit



March 4, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7009 3410 0002 3934 3101

Oncken Family Partnership
Attn: Mr. Rick Oncken
1400 Valley Wind Lane
Missoula, MT 59804-9742

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Foos C12-28**
Township 4, Range 64 West
Section 12: NW/4NE/4 (BHL)
Weld County, Colorado

Dear Mr. Oncken:

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 SE/4SW/4, SW/4SE/4 of Section 1, in T4N, R64W, 6th P.M., and the NE/4NW/4, NW/4NE/4 of Section 12, in T4N, R64W, 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: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.
BHL: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.

(4) **Anticipated Spud Date**

3rd 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 303-228-4367 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Robert J. Bram
Senior Land Negotiator

RJB:mw

Enclosures

ONCKEN FAMILY PARTNERSHIP:

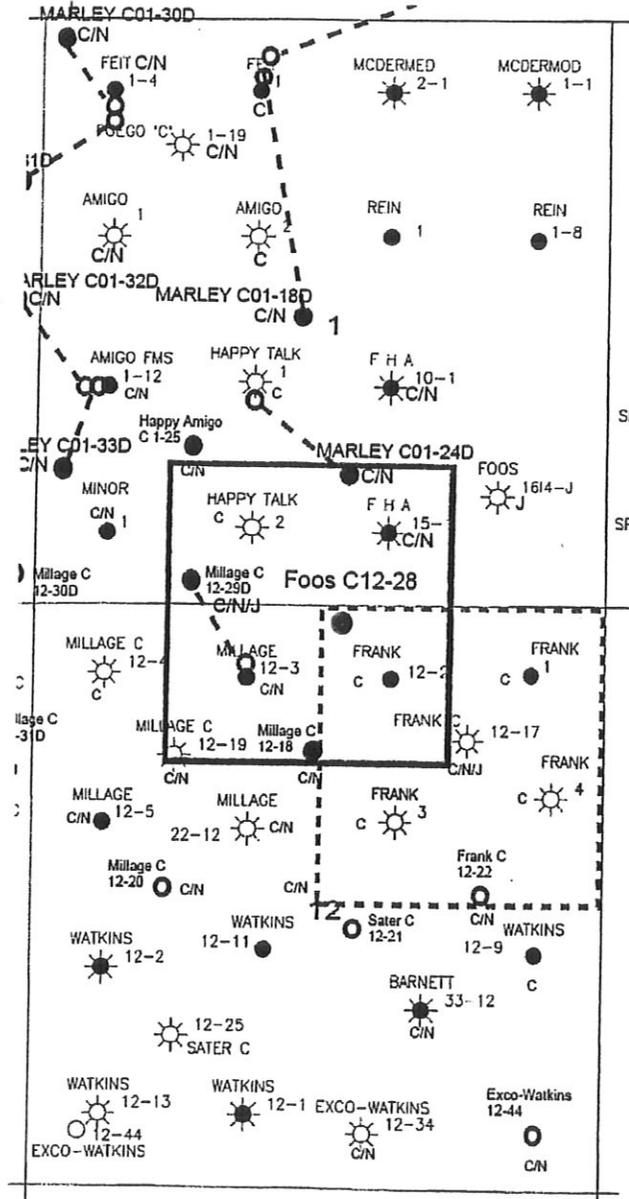
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Foos C12-28 well in Section 12, T4N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: _____

Printed Name: _____

Date: _____

FOOS C 12-28
NWNE, Section 12, T4N, R64W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located NWNE, Section 12, T4N, R64W

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



March 4, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7009 3410 0002 3934 3095

Brown & Stanwood
Attn: Mr. Mike Stanwood
8505 Monroe
Houston, TX 77061

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Foos C12-28**
Township 4, Range 64 West
Section 12: NW/4NE/4 (BHL)
Weld County, Colorado

Dear Mr. Stanwood:

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 SE/4SW/4, SW/4SE/4 of Section 1, in T4N, R64W, 6th P.M., and the NE/4NW/4, NW/4NE/4 of Section 12, in T4N, R64W, 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: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.
BHL: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.

(4) **Anticipated Spud Date**

3rd 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 303-228-4367 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Robert J. Bram
Senior Land Negotiator

RJB:mw

Enclosures

BROWN & STANWOOD:

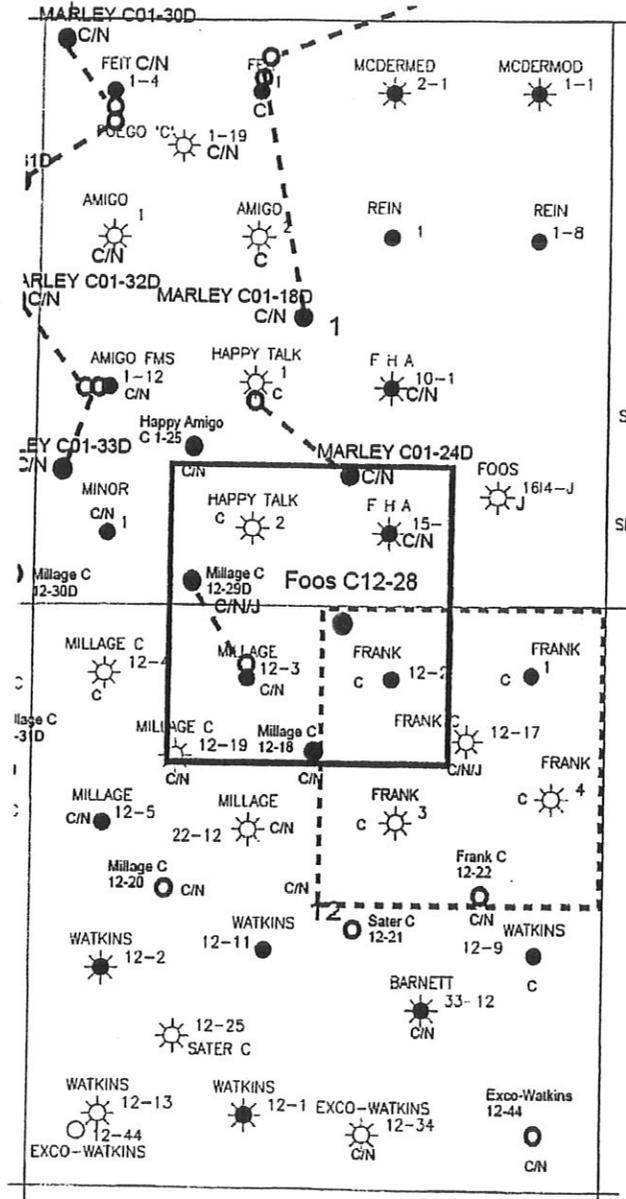
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Foos C12-28 well in Section 12, T4N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: _____

Printed Name: _____

Date: _____

FOOS C 12-28
NWNE, Section 12, T4N, R64W



LEGEND



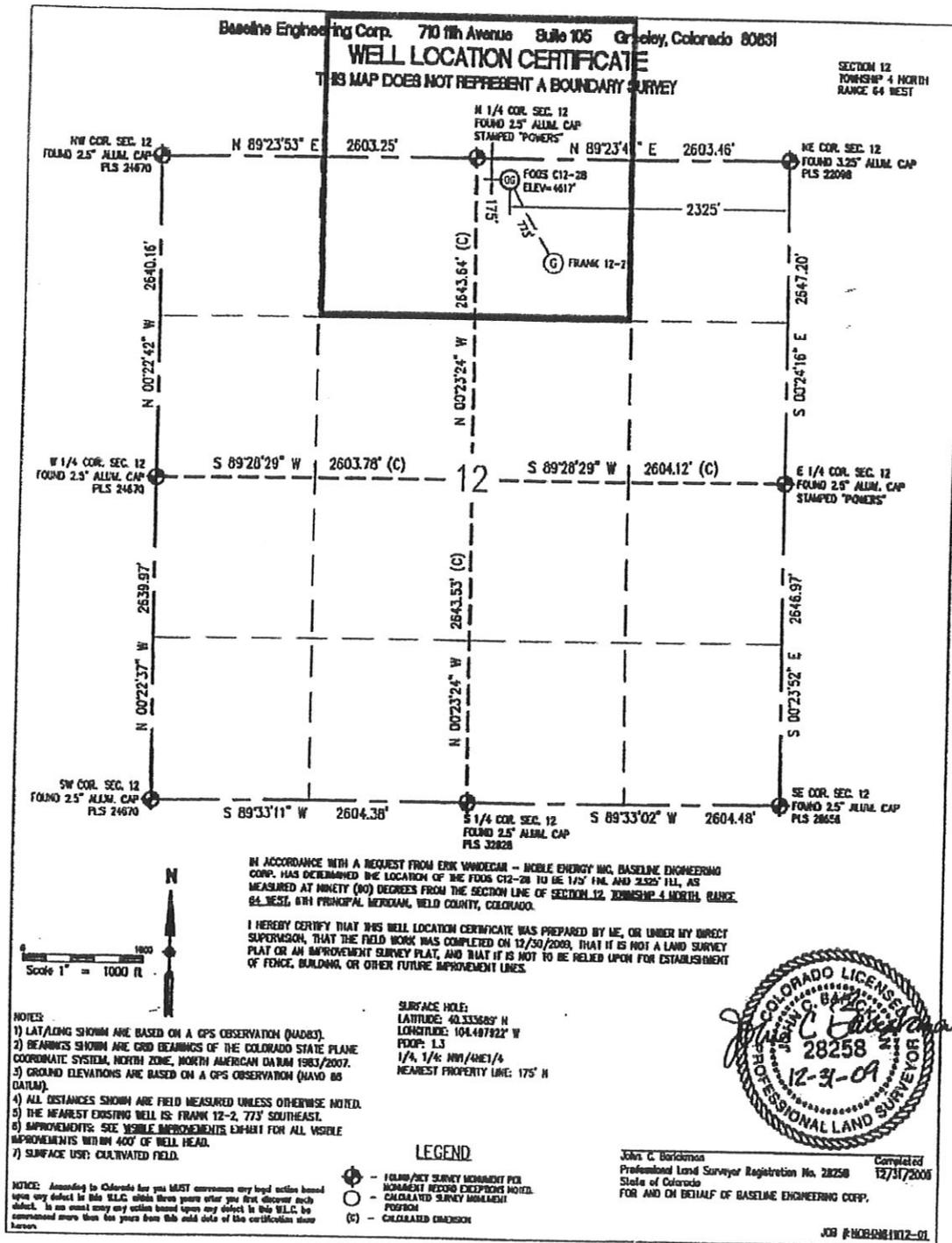
Proposed 160 acre Spacing Unit



Bottom Hole Located NWNE, Section 12, T4N, R64W

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

Proposed 318 Ae Spacing Unit



1625 Broadway
Suite 2200
Denver, Colorado 80202

Tel: 303.228.4000
Fax: 303.228.4280



March 4, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7009 3410 0002 3934 3118

Estate of Sam Brown
c/o Ms. Charlsia Burns
8610 Pasture View Lane
Houston, TX 77024-7038

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Foos C12-28**
Township 4, Range 64 West
Section 12: NW/4NE/4 (BHL)
Weld County, Colorado

Dear Ms. Burns:

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 SE/4SW/4, SW/4SE/4 of Section 1, in T4N, R64W, 6th P.M., and the NE/4NW/4, NW/4NE/4 of Section 12, in T4N, R64W, 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: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.
BHL: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.
- (4) **Anticipated Spud Date**
3rd 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 303-228-4367 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Robert J. Bram
Senior Land Negotiator

RJB:mw

Enclosures

ESTATE OF SAM BROWN:

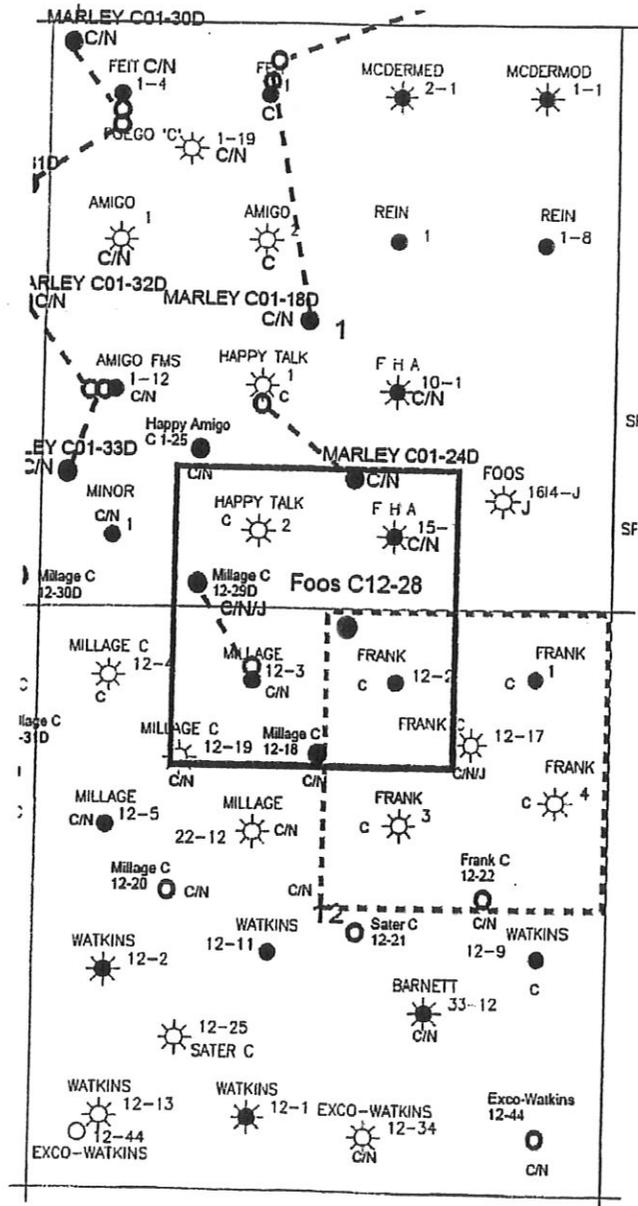
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Foos C12-28 well in Section 12, T4N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: _____

Printed Name: _____

Date: _____

FOOS C 12-28
NWNE, Section 12, T4N, R64W



LEGEND



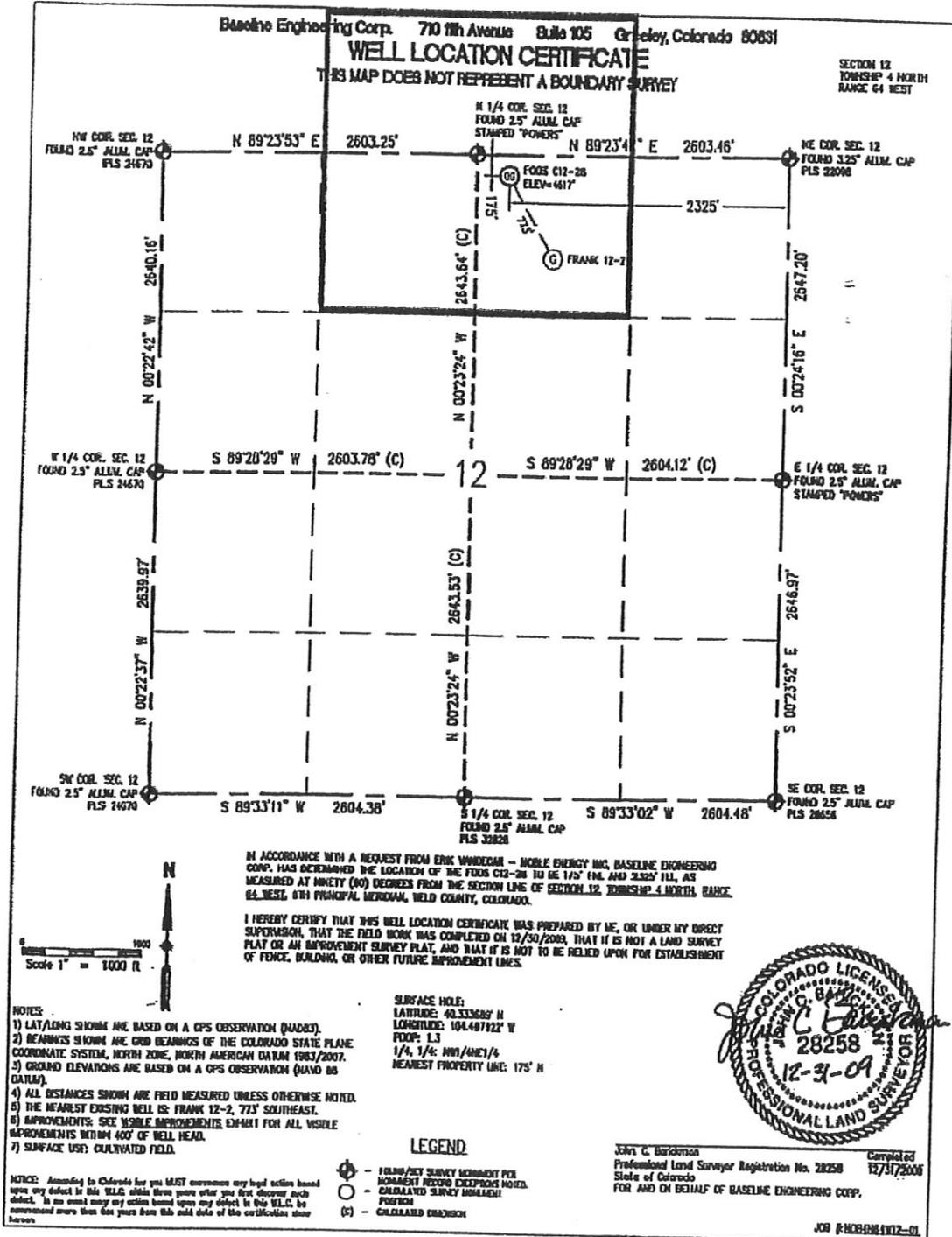
Proposed 160 acre Spacing Unit



Bottom Hole Located NWNE, Section 12, T4N, R64W

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

Proposed 318 Ae Spacing Unit



March 4, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7009 3410 0002 3934 3125

Dan M. Mitchell, dba
Comanche Drilling
P.O. Box 636
Cut Bank, MT 59427

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Foos C12-28**
Township 4, Range 64 West
Section 12: NW/4NE/4 (BHL)
Weld County, Colorado

Dear Mr. Mitchell:

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 SE/4SW/4, SW/4SE/4 of Section 1, in T4N, R64W, 6th P.M., and the NE/4NW/4, NW/4NE/4 of Section 12, in T4N, R64W, 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: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.
BHL: 175' FNL, 2325' FEL, Section 12, T4N, R64W, 6th P.M.

(4) **Anticipated Spud Date**

3rd 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 303-228-4367 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Robert J. Bram
Senior Land Negotiator

RJB:mw

Enclosures

DAN M. MITCHELL:

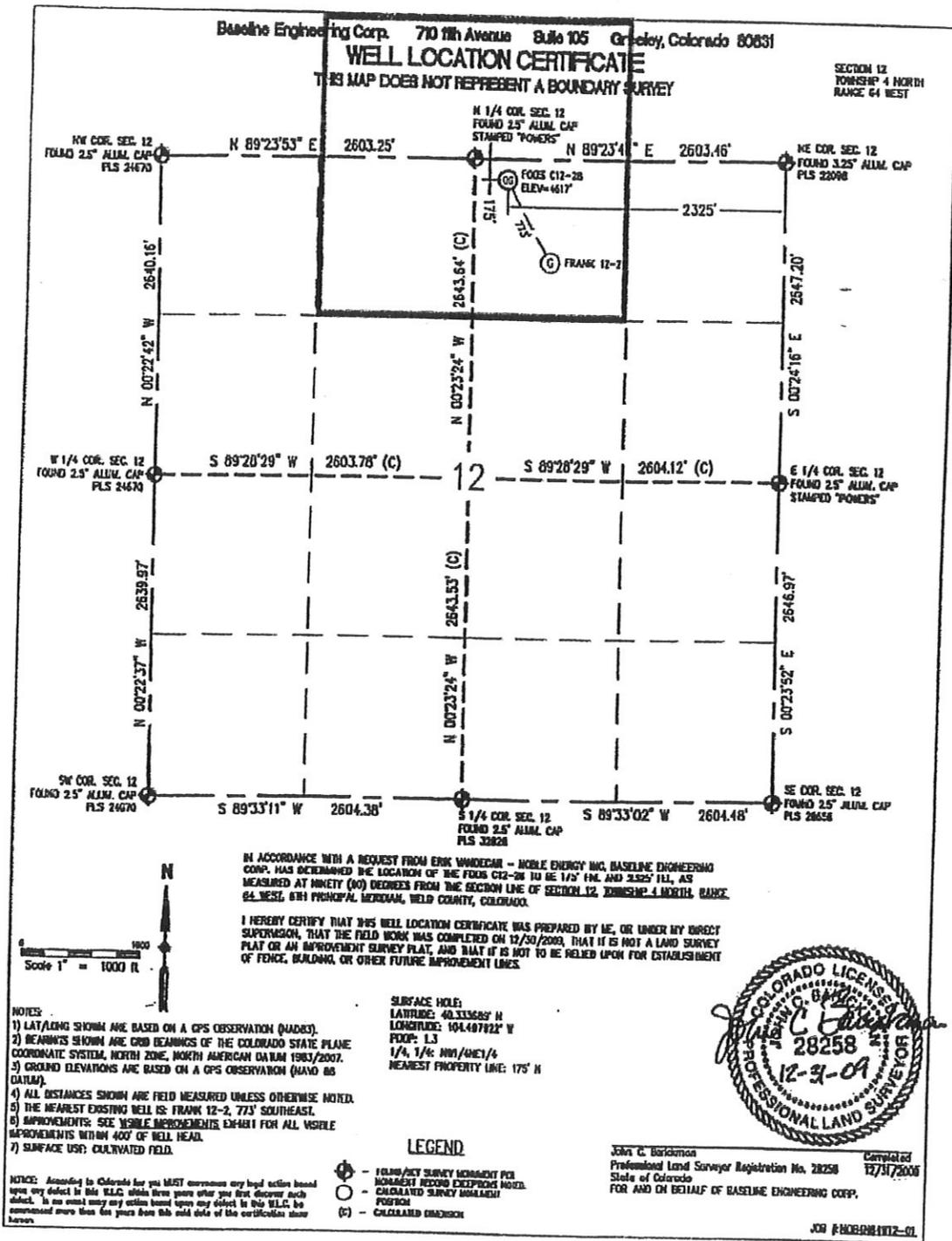
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Foos C12-28 well in Section 12, T4N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: _____

Printed Name: _____

Date: _____

Proposed 318 Ae Spacing Unit



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:

Dan M. Mitchell, dba
Comanche Drilling
P. O. Box 636
Cut Bank, MT 59427

2. Article Number
(Transfer from service label) **7009 3410 0002 3934 3125**

PS Form 3811, February 2004 Domestic Return Receipt 102595-02-M-15

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent Addressee
[Signature]

B. Received by (Printed Name) *Stanley Mitchell* C. Date of Delivery *3-8-10*

D. Is delivery address different from item 1? Yes
If YES, enter delivery address below: No

received
3/10/10 MW

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

4. Restricted Delivery? (Extra Fee) Yes

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:

Estate of Sam Brown
c/o Charlsia Burns
8610 Pasture View Lane
Houston, TX 77024-7038

2. Article Number
(Transfer from service label) **7009 3410 0002 3934 3118**

PS Form 3811, February 2004 Domestic Return Receipt 102595-02-M-15

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent Addressee
[Signature]

B. Received by (Printed Name) C. Date of Delivery *3/8/10*

D. Is delivery address different from item 1? Yes
If YES, enter delivery address below: No

received
3/15/10 MW

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

4. Restricted Delivery? (Extra Fee) Yes

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:

Oncken Family Partnership
Attn: Mr. Rick Oncken
1400 Valley Wind Lane
Missoula, MT 59804-9742

2. Article Number
(Transfer from service label) **7009 3410 0002 3934 3101**

PS Form 3811, February 2004 Domestic Return Receipt 102595-02-M-15

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent Addressee
[Signature]

B. Received by (Printed Name) *Rick Oncken* C. Date of Delivery *3-8-10*

D. Is delivery address different from item 1? Yes
If YES, enter delivery address below: No

received
3/10/10 MW

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

4. Restricted Delivery? (Extra Fee) Yes

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:

Brown & Stanwood
Attn: Mike Stanwood
8505 Monroe
Houston, TX 77061

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent
 Addressee

B. Received by (Printed Name) C. Date of Delivery
Kathleen Case 3-9-10

D. Is delivery address different from item 1? Yes
If YES, enter delivery address below No

received
3/15/10 mw

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

4. Restricted Delivery? (Extra Fee) Yes

2. Article Number
(Transfer from service label)

7009 3410 0002 3934 3095

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540