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www.nobleenergyinc.com



May 26, 2010

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

Attn: Mr. David Neslin, Director

RE: **KISSLER K21-21D**
Codell/Niobrara New Drill
Township 4 North, Range 66 West, 6th P.M.
Section 21: NE/4SW/4: 2626' FSL & 2298' FWL (Surface Location)
Section 21: NE/4SW/4: 2557' FSL & 2540' 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/4NE/4, SE/4NW/4, NE/4SW/4 and the NW/4SE/4 of Section 21, T4N, R66W, 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.

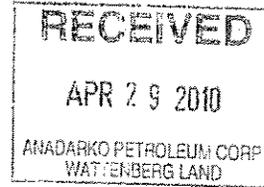
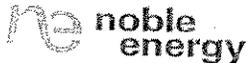
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

1625 Broadway
Suite 2200
Denver, Colorado 80202

Tel: 303.228.4000
Fax: 303.228.4280



April 28, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7010 0290 0003 0933 5022

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

RE: Notice of 318A.e. Well Proposal – REVISED BHL
Codell/Niobrara: New Well
WELL NAME: **KISSLER K21-21D**
Township 4 North, Range 66 West, 6th P.M.
Section 21: NE/4SW/4 (BHL)
Weld County, Colorado

Dear Mr. Bernal:

Noble Energy, Inc. ("Noble") previously sent you a 318A.e. Well Proposal notice in December 2009, which you signed and returned in January 2010. Due to bottomhole footage changes, we are hereby resubmitting a new notice. 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, SE/4NW/4, NE/4SW/4 and the NW/4SE/4 of Section 21, in T4N, R66W, 6th P.M., as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara 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: 2626' FSL, 2298' FWL, Section 21, T4N, R66W, 6th P.M.
BHL: 2557' FSL, 2540' FWL, Section 21, T4N, R66W, 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 303-228-4073 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Matthew E. Johnson
Senior Land Negotiator

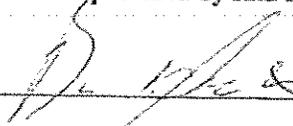
MEJ:jkb

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 KISSLER K21-21D well in Section 21, 4N, R66W, 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: _____

MAY 1 9 2010

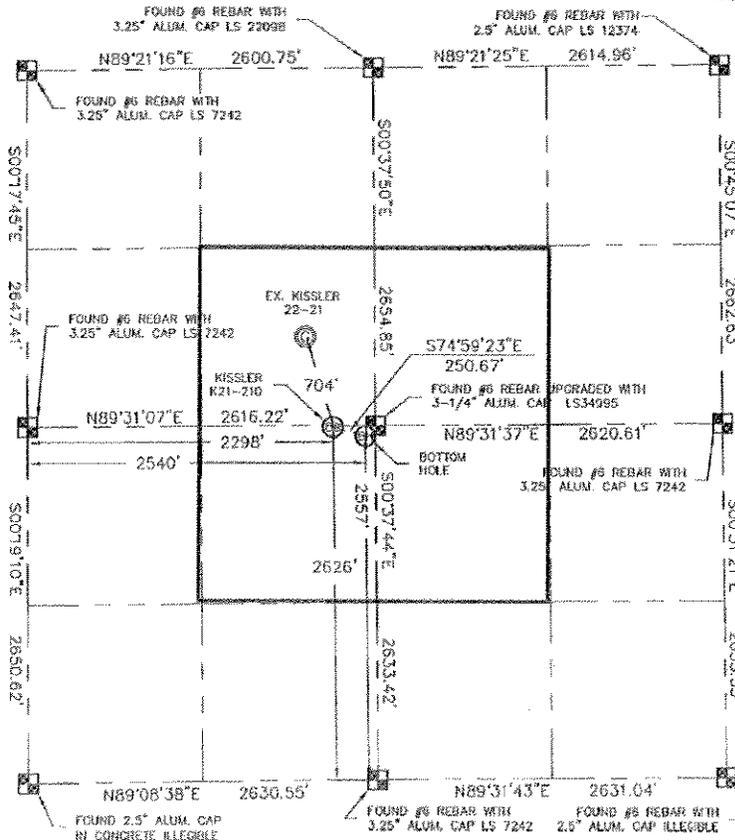
PROPOSED 318Ae SPACING UNIT

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

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 21
TOWNSHIP: 4N
RANGE: 66W



In accordance with a request from Joe Morlan with Noble Energy, Inc. King Surveyors Inc. has determined the surface location of the Kissler K21-210 to be 2626' from the SOUTH line and 2298' from the WEST line and the bottom hole to be 2557' from the SOUTH line and 2540' from the WEST line as measured at right angles from the section line of Section 21, Township 4 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 4/30/09, for and on behalf of Noble Energy, Inc. that this is not a land survey that is an improvement survey that, and that it is not to be relied upon for establishment of fence, building, or other future improvements there.

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: KISSLER 22-21 704' NORTH
- 4) IMPROVEMENTS: See **VISIBLE IMPROVEMENTS** exhibit for all visible improvements within 400' of well head.
- 5) SURFACE USE: CROP FIELD

SURFACE LOCATION: BOTTOM HOLE
 LATITUDE: 40.287037N LATITUDE: 40.286911N
 LONGITUDE: 104.783065W LONGITUDE: 104.782781W
 PDOP: 1.6
 ELEV: 4378
 1/4\"/>

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

Michael Chad Dilka - **OWNER**
 Colorado Professional Licensed Land Surveyor No. 38106
 PROJECT#: 2008041

