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October 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: PHILLIPS 24-3-23
Codell/Niobrara New Drill
Township 5 North, Range 67 West, 6th P.M.
Section 24: NE/4SW/4: 2123' FSL & 2155' FWL (Surface Location)
Section 24: SE/4SW/4: 1302' FSL & 2548' 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 NE/4SW/4, NW/4SE/4, SW/4SE/4, SE/4SW/4 Section 24, T5N, R 67W, 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).

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 blue ink, appearing to read 'Susan Miller', written over a light blue horizontal line.

Susan Miller
Regulatory Analyst II
Noble Energy Inc.