

1625 Broadway
Suite 2000
Denver, CO 80202

Tel: 303.228.4000
Fax: 303.228.4280
www.nobleenergyinc.com



November 15, 2010

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

Attn: Mr. David Neslin, Director

RE: **Request to the Director for 318A.a Surface Location Exception (Outside 318A Drilling Window)**
Request to the Director for 318A.e. Directional Drilling Exception
Request to the Director for 318A.c Twinning Location Exception
POWERS X22-21D

Codell/Niobrara/J Sand New Drill

Township 2 North, Range 65 West, 6th P.M.

Section 22: NE/4SW/4: 2104' FSL & 1989' FWL (Surface Location)

Section 22: SE/4NW/4: 2550' FNL & 2550' FWL (Bottom Hole Location)

Weld County, Colorado

Mr. Neslin:

Noble Energy Inc. (NEI) is planning to drill the above mentioned well to the Codell/Niobrara/J Sand formations.

The surface location of NEI's proposed well has been staked outside of the 318Aa drilling window. This well is planned as a vertical well and does not meet the directional drilling requirement of Rule 318A.e. The location is being permitted as an exception location. NEI has obtained written permission in a waiver from the surface owner.

Under the Revised Rule 318A.c any new twinning well is to be located within 50' of an existing well. The surface location of NEI's proposed well has been staked approximately 204' from the nearest oil and gas well. Noble has obtained permission, contained in a waiver, from the surface owner.

Thank you for your attention to the enclosed. Noble respectfully requests that the COGCC review the enclosed information and approve the requested exception location waivers and Application for Permit to Drill the captioned well.

Respectfully,

A handwritten signature in blue ink, appearing to read 'Mari Clark', written over a horizontal line.

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

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Suite 2000
Denver, CO 80202

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Attn: Mr. David Neslin, Director

RE: **POWERS X22-21D**
Codell/Niobrara/J Sand New Drill
Township 2 North, Range 65 West, 6th P.M.
Section 22: NE/4SW/4: 2104' FSL & 1989' FWL (Surface Location)
Section 22: SE/4NW/4: 2550' FNL & 2550' 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, NW/4SE/4 of Section 22, T 2N, R65W, 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 on file at the NEI offices. 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.

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,

A handwritten signature in blue ink that reads 'Mari Clark'.

Mari Clark
Regulatory Analyst II
Noble Energy Inc.