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March 1, 2011

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

Attn: Mr. David Neslin, Director

RE: MCCAULEY B19-31D
Codell/Niobrara New Drill
Township 5 North, Range 65 West, 6th P.M.
Section 24: NE/4NE/4: 700' FNL & 175' FEL (Surface Location)
Section 24: NE/4NE/4: 1250' FNL & 75' 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 E/2NE/4 of Section 24 and the W/2NW/4 of Section 19, T5N, R 64W, 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 (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 'Mari Clark'.

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

McCauley B19-31D
318Ae Proposed Spacing Unit – Noble Energy, Inc
NE/4NE/4 Section 24, Township 5 North, Range 65 West



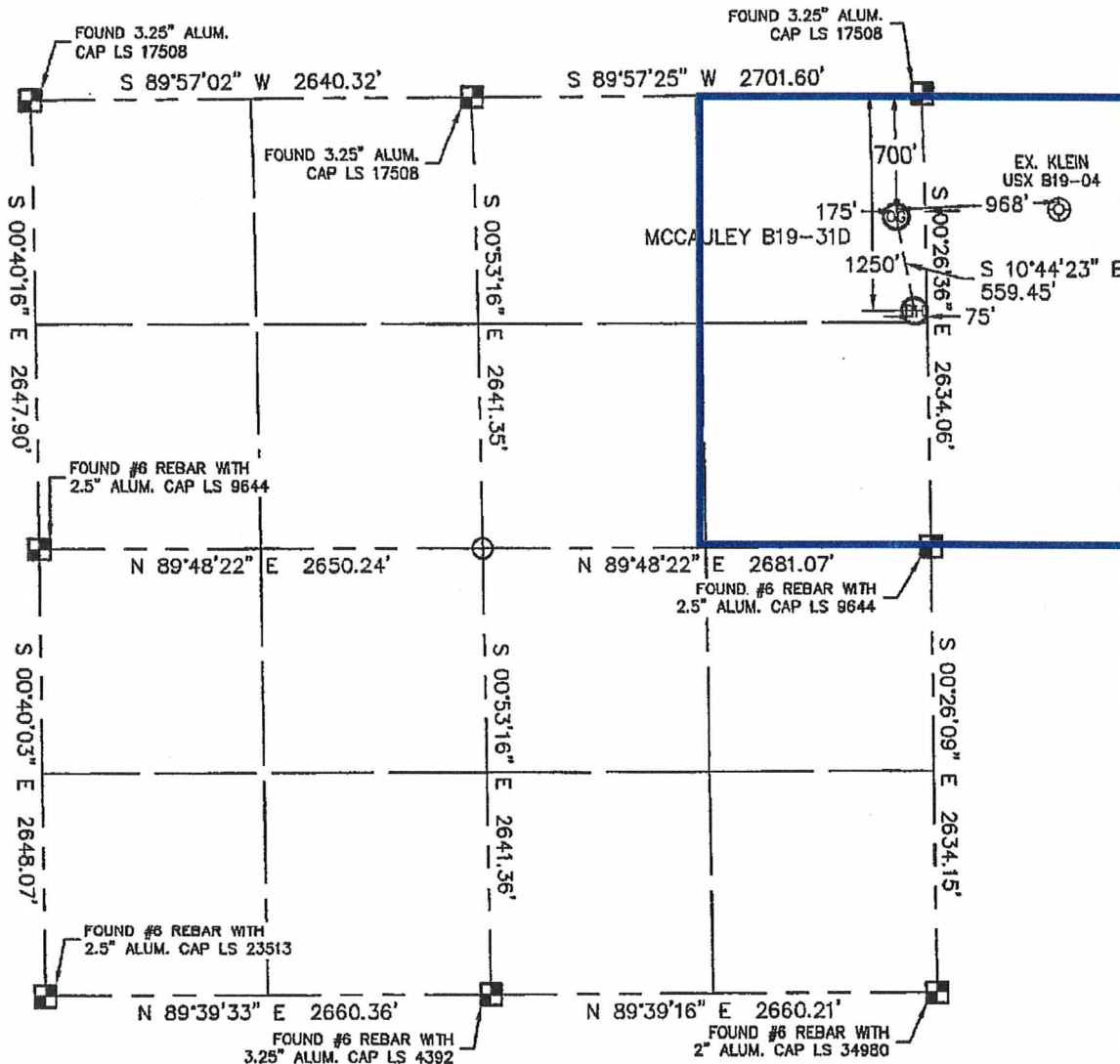
Legend	
<div style="display: flex; align-items: center;"> <div> <p>Proposed 160 acre spacing unit</p> <p>Bottom Hole Located NE/4NE/4, Sec. 24, T5N, R65W</p> </div> </div>	<div style="display: flex; align-items: center; margin-bottom: 20px;"> <p>Bottom Hole Location</p> </div> <div style="text-align: center; padding-top: 20px;"> <p>The governmental ¼ Section has less than 8 bottom hole wells producing from the Codell, Niobrara, and J-Sand formations.</p> </div>

Lat40°, LLC 1635 Foxtrail Drive, Suite 325 Loveland, CO 80538

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 24
TOWNSHIP: 5N
RANGE: 65W



In accordance with a request from Matt Campbell with Noble Energy Inc., Lat40°, LLC has determined the surface location of the MCCAULEY B19-31D to be 700' from the NORTH line and 175' from the EAST line and the bottom hole to be 1250' from the NORTH line and 75' from the EAST line as measured at right angles from the section line of Section 24, Township 5 North, Range 65 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 8/11/10, for and on behalf of Noble Energy Inc. That this is not a Land Survey Plat or an Improvement Survey Plat, and that it is not to be relied upon for establishment of fence, building, or other future improvement lines.

NOTE:

- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983/2007. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
- 2) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
- 3) NEAREST EXISTING WELL: KLEIN USX B19-04 968'
- 4) IMPROVEMENTS: See LOCATION DRAWING exhibit for all visible improvements within 400' of disturbed area.
- 5) SURFACE USE: IRRIGATED CROP
- 6) INSTRUMENT OPERATOR: BRIAN BRINKMAN

NOTE:

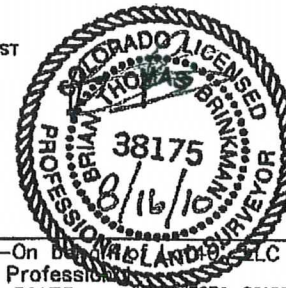
According to Colorado law, you must commence any legal action based upon any defect in this W.L.C. within three years after you discover such defect. In no event, may any action based upon any defect in this survey be commenced more than ten years after the date of the certificate shown hereon. (13-80-105 C.R.S.)

LEGEND

- = ALIQUOT MONUMENT AS DESCRIBED
○ = CALCULATED POSITION

SURFACE LOCATION
LATITUDE: 40.38993°N
LONGITUDE: 104.60252°W
PDOP: 1.0
ELEV: 4631
1/4, 1/4: NE1/4NE1/4
NEAREST PROPERTY LINE: 175' EAST

BOTTOM HOLE
LATITUDE: 40.38842°N
LONGITUDE: 104.60216°W



Brian T. Brinkman—On behalf of Lat40°, LLC
Colorado Licensed Professional Land Surveyor No. 38175
PROJECT#: 2010026