

Land Department

June 28, 2011

Booth Land and Livestock Company  
P. O. Box 72  
Lucerne, Colorado 80646

RE: **Surface Exception Location Consent**  
**Directional Drilling Waiver**  
**Well Set-Back (Twinning) Exception Consent**  
BOOTH USX EE35-12D  
Township 7 North, Range 65 West, 6<sup>th</sup> P.M.  
Section 35: NW/4NE/4  
Weld County, CO


Dear Surface Owner:

Noble Energy, Inc. ("Noble") plans to drill the BOOTH USX EE35-12D well (the "Well") at the referenced location which is more specifically described as 1,171 feet FNL, and 2,089 feet FEL which is outside the drilling window prescribed in Colorado Oil and Gas Conservation Commission ("COGCC") Rule 318A.a.(1).

By signing this letter you hereby grant your consent to Noble to locate the Well outside of a GWA window as defined in COGCC Rule 318A.a and waive the directional drilling requirement under Rule 318A.e. Additionally, the Well is being proposed at a surface location approximately 387 feet from an existing surface well location. By signing this letter you also grant your consent to Noble to locate the Well more than 50 feet from the existing well as provided for under COGCC Rule 318A.c.(2).

We would like to thank you for your assistance in this matter. If you have any questions do not hesitate to call me at (970) 785-5000.

NOBLE ENERGY, INC.



Matthew Verbit

Booth Land & Livestock Company



By: Mark Booth

Date: 6/27/2011