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August 9, 2011

Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Mr. David Neslin, Director

RE: **BUTTERBALL D24-69HN**
Niobrara New Drill
Township 3 North, Range 64 West, 6th P.M.
Section 19: NW/4NE/4: 266' FNL & 2058' FEL (Surface Location)
Section 18: SW/4SE/4: 66' FSL & 2500' FEL (Begin Production Location)
Township 3 North, Range 65 West, 6th P.M.
Section 13: SW/4SE/4: 75' FSL & 2140' 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 S/2SE/4 Section 13; N/2NE/4 Section 24, T3N-R65W and S/2SW/4, SW/4SE/4 Section 18, N/2NW/4, NW/4NE/4 Section 19, T3N, R64W, creating a 400-acre wellbore spacing unit for the Niobrara formation. 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 Niobrara wells located within the existing 160-acre governmental quarter section(s) (SE/4) Section 13, (SW/4), (SE/4) Section 18, 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,

Susan Miller
Regulatory Analyst II
Noble Energy Inc.