

APPLICATION FOR PERMIT TO:

1. Drill, Deepen, Re-enter, Recomplete and Operate

2. TYPE OF WELL

OIL GAS COALBED OTHER _____
SINGLE ZONE MULTIPLE COMMINGLE

Refiling
Sidetrack

3. Name of Operator: NOBLE ENERGY INC 4. COGCC Operator Number: 100322
5. Address: 1625 BROADWAY STE 2200
City: DENVER State: CO Zip: 80202
6. Contact Name: MARI CLARK Phone: (303)228-4413 Fax: (303)228-4286
Email: mclark@nobleenergyinc.com
7. Well Name: GUTTERSEN D Well Number: 30-68-1HN
8. Unit Name (if appl): _____ Unit Number: _____
9. Proposed Total Measured Depth: 11225

WELL LOCATION INFORMATION

10. QtrQtr: NWNW Sec: 29 Twp: 3N Rng: 64W Meridian: 6
Latitude: 40.199940 Longitude: -104.583220
Footage at Surface: 1298 feet FNL 370 feet FWL
11. Field Name: WATTENBERG Field Number: 90750
12. Ground Elevation: 4787 13. County: WELD

14. GPS Data:

Date of Measurement: 10/28/2011 PDOP Reading: 2.5 Instrument Operator's Name: DAVID C HOLMES

15. If well is Directional Horizontal (highly deviated) **submit deviated drilling plan.**

Footage at Top of Prod Zone: FNL/FSL FEL/FWL Bottom Hole: FNL/FSL FEL/FWL
989 FNL 532 FEL 990 FNL 535 FWL
Sec: 30 Twp: 3N Rng: 64W Sec: 30 Twp: 3N Rng: 64W

16. Is location in a high density area? (Rule 603b)? Yes No
17. Distance to the nearest building, public road, above ground utility or railroad: 2590 ft
18. Distance to nearest property line: 370 ft 19. Distance to nearest well permitted/completed in the same formation(BHL): 192 ft

LEASE, SPACING AND POOLING INFORMATION

Objective Formation(s)	Formation Code	Spacing Order Number(s)	Unit Acreage Assigned to Well	Unit Configuration (N/2, SE/4, etc.)
NIOBRARA	NBRR		320	GWA

21. Mineral Ownership: Fee State Federal Indian Lease #: _____
22. Surface Ownership: Fee State Federal Indian
23. Is the Surface Owner also the Mineral Owner? Yes No Surface Surety ID#: _____
23a. If 23 is Yes: Is the Surface Owner(s) signature on the lease? Yes No
23b. If 23 is No: Surface Owners Agreement Attached or \$25,000 Blanket Surface Bond \$2,000 Surface Bond \$5,000 Surface Bond

24. Using standard QtrQtr, Sec, Twp, Rng format enter entire mineral lease description upon which this proposed wellsite is located (attach separate sheet/map if you prefer):

N/2, N/2SE OF SECTION 30, T3N, R64W

25. Distance to Nearest Mineral Lease Line: 535 ft 26. Total Acres in Lease: 400

DRILLING PLANS AND PROCEDURES

27. Is H2S anticipated? Yes No If Yes, attach contingency plan.

28. Will salt sections be encountered during drilling? Yes No

29. Will salt (>15,000 ppm TDS CL) or oil based muds be used during drilling? Yes No

30. If questions 28 or 29 are yes, is this location in a sensitive area (Rule 901.e)? Yes No

31. Mud disposal: Offsite Onsite

If 28, 29, or 30 are "Yes" a pit permit may be required.

Method: Land Farming Land Spreading Disposal Facility Other: _____

Note: The use of an earthen pit for Recompletion fluids requires a pit permit (Rule 905b). If air/gas drilling, notify local fire officials.

Casing Type	Size of Hole	Size of Casing	Wt/Ft	Csg/Liner Top	Setting Depth	Sacks Cmt	Cmt Btm	Cmt Top
CONDUCTOR	18+1/2	16+0/0		0	100	6	100	0
SURF	13+3/4	9+5/8	36	0	750	372	750	0
1ST	8+3/4	7+0/0	26	0	7,204	504	7,204	
1ST LINER	6+1/8	4+1/2	11.6	7050	11,225			

32. BOP Equipment Type: Annular Preventer Double Ram Rotating Head None

33. Comments 1ST STRING TOP OF CEMENT = 200' ABOVE NIOBRARA. THE PRODUCTION LINER WILL BE HUNG OFF INSIDE 7" CASING. UNIT CONFIGURATION =N/2 OF SECTION 30. NOBLE ENERGY INC. CERTIFIES THAT THE LEASES SHALL BE COMMITTED TO THE UNIT. WELL IS TO BE TWINNED WITH PROPOSED GUTTERSEN D29-30D, D29-67HN, 29-69HN, 30-69-1HN CREATING A 5 WELL PAD. EXCEPTION LOCATION TO RULE 318A.a and 318A.c REQUESTED AND ATTACHED.

34. Location ID: _____

35. Is this application in a Comprehensive Drilling Plan ? Yes No

36. Is this application part of submitted Oil and Gas Location Assessment ? Yes No

I hereby certify all statements made in this form are, to the best of my knowledge, true, correct, and complete.

Signed: _____ Print Name: MARI CLARK

Title: REG. ANALYST II Date: 4/9/2012 Email: mclark@nobleenergyinc.com

Operator must have a valid water right or permit allowing for industrial use or purchased water from a seller that has a valid water right or permit allowing for industrial use, otherwise an application for a change in type of use is required under Colorado law. Operator must also use the water in the location set forth in the water right decree or well permit, otherwise an application for a change in place of use is required under Colorado law. Section 37-92-103(5), C.R.S. (2011).

Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: [Signature] Director of COGCC Date: 5/23/2012

API NUMBER: **05 123 35611 00** Permit Number: _____ Expiration Date: 5/22/2014

CONDITIONS OF APPROVAL, IF ANY: _____

All representations, stipulations and conditions of approval stated in the Form 2A for this location shall constitute representations, stipulations and conditions of approval for this Form 2 Permit-to-Drill and are enforceable to the same extent as all other representations, stipulations and conditions of approval stated in this Permit-to-Drill.

Operator must meet water well sampling requirements as per Rule 318A.

- 1) Provide 48 hour notice of MIRU via an electronic Form 42.
- 2) Comply with Rule 317.i and provide cement coverage from the end of the production casing to a minimum of 200' above the Niobrara and from 200' below Sussex to 200' above Sussex. Verify coverage with a cement bond log.
- 3) Comply with Rule 321. Run and submit Directional Survey from the TD to surface. Ensure that the wellbore complies with setback requirements in commission orders or rules prior to producing the well.

Attachment Check List

Att Doc Num	Name
2532218	PROPOSED SPACING UNIT
400239270	FORM 2 SUBMITTED
400247679	DIRECTIONAL DATA
400269772	30 DAY NOTICE LETTER
400269774	DEVIATED DRILLING PLAN
400269775	EXCEPTION LOC REQUEST
400269776	EXCEPTION LOC WAIVERS
400269777	WELL LOCATION PLAT
400269799	SURFACE AGRMT/SURETY

Total Attach: 9 Files

General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>
Permit	Deleted error from operator comments: "NOBLE ACKNOWLEDGES THAT THE ADAMS D30-27D IS LESS THAN THE MINIMUM ALLOWED INTRAWELL DISTANCE & HAVE PROVIDED A BMP TO ADDRESS IT ."	5/23/2012 7:03:33 AM
Permit	Off Hold - directional survey for Encana Hettinger C Unit 1 (123-18786) drifted wellbore confirms submitted nearest well distance of 192' is accurate. Operator submitted frac monitoring BMP.	5/18/2012 10:15:19 AM
Permit	On hold - Encana well sundry received for revised bottom hole location. Waiting for approval of sundry to verify intra-well distance.	5/7/2012 9:57:23 AM
Permit	Wellhead is to be located outside of a GWA drilling window and will be located more than 50' from an existing well location. Operator requests an exception location to 318Aa, 318Ac: Exception request and waiver attached.	5/2/2012 10:27:38 AM
Permit	Updated permit with proposed wellbore spacing unit attachments.	4/12/2012 9:51:52 AM
Permit	On hold - Proposed spacing unit map is incorrect.	4/11/2012 6:46:43 AM
Permit	On hold - Lateral passed thru Encana Hettinger C Unit 1. No exception request or waiver provided. The well listed on the intrawell distance exception is not less than 150 feet.	4/11/2012 6:29:39 AM

Total: 7 comment(s)

BMP

<u>Type</u>	<u>Comment</u>
Storm Water/Erosion Control	Stormwater management plans (SWMP) are in place to address construction, drilling and operations associated with Oil & Gas development throughout the state of Colorado in accordance with Colorado Department of Public and Environment (CDPHE) General Permit No. COR-038637. BMP's will be constructed around the perimeter of the site prior to, or at the beginning of construction. BMP's used will vary according to the location, and will remain in place until the pad reaches final reclamation.
Drilling/Completion Operations	<p>Best Management Practice for a Wellbore Fracturing Stimulation</p> <ol style="list-style-type: none">1. At least seven (7) days prior to fracture stimulation, the operator is to notify all operators of non-operated wells within 300 feet of the wellbore to be fracture stimulated of the anticipated stimulation date and the recommended best management practice to shut-in all wells within 300' of the stimulated wellbore completed in the same formation.2. The operator will monitor the bradenhead pressure of all wells within 300 feet of the well to be fracture stimulated.3. Bradenhead pressure gauges are to be installed 24 hours prior to stimulation. The gauges are to read at least once during every 24-hour period until 24-hours after stimulation is completed (post flowback). The gauges are to be of the type able to read current pressure and record the maximum encountered pressure in a 24-hour period. The gauge is to be reset between each 24-hour period. The pressures are to be recorded and saved. Alternate electronic measurement may be used to record the prescribed pressures. Data shall be kept for a period of one year.4. If at any time during stimulation or the 24-hour post-stimulation period, the bradenhead annulus pressure of the treatment well or offset wells increases more than 200 psig, as per Rule 341, the operator of the well being stimulated shall verbally notify the Director as soon as practicable, but no later than twenty-four (24) hours following the incident. Within fifteen (15) days after the occurrence, the operator shall submit a Sundry Notice, Form 4, giving all details, including corrective actions taken.
General Housekeeping	Housekeeping will consist of neat and orderly storage of materials and fluids. Wastes will be temporarily stored in sealed containers and regularly collected and disposed of at offsite, suitable facilities. If spills occur prompt cleanup is required to minimize any commingling of waste materials with stormwater runoff. Routine maintenance will be limited to fueling and lubrication of equipment. Drip pans will be used during routine fueling and maintenance to contain spills or leaks. Any waste product from maintenance will be containerized and transported offsite for disposal or recycling. There will be no major equipment overhauls conducted onsite. Equipment will be transported offsite for major overhauls. Cleanup of trash and discarded materials will be conducted at the end of each work day. Cleanup will consist of patrolling the roadway, access areas, and other work areas to pickup trash, scrap debris, other discarded materials, and any contaminated soil. These materials will be disposed of properly.
Material Handling and Spill Prevention	Spill Prevention Control and Countermeasures (SPCC) plans are in place to address any possible spill associated with Oil & Gas operations throughout the state of Colorado in accordance with CFR 112.

Total: 4 comment(s)