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October 23, 2012

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.m. GWA Minimum Intrawell Distance Exception**
SHABLE USX AB11-64-1HNL
Niobrara New Drill
Township 7 North, Range 64 West, 6th P.M.
Section 11: NW/4SW/4: 1995' FSL & 250' FWL (Surface Location)
Weld County, Colorado

Mr. Neslin:

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

The lateral path of NEI's proposed horizontal well will be less than the 150' minimum distance from another well(s) as required by Rule 318A.m. (see wells listed below). Noble is the Operator of the encroached upon well, therefore no waiver is required. Please see Noble's Anti-Collision Mitigation BMP noted below.

SHABLE USX AB11-11P
API No. 05-123-31799
Operator: Noble Energy Inc.
NESW Section 11, T7N-R64W, 6th P. M.
Approx. 132'

SHABLE USX AB11-12P
API NO. 05-123-31318
Operator: Noble Energy, Inc.
NWSW Section 11, T7N-R64W 6TH P.M.
Approx. 180'

Walcker AB12-09
API No. 05-123-34271
Operator: Noble Energy, Inc.
NESE Section 12, T7N-R64W, 6th P.M.
Approx. 127'

Anti-collision:

Prior to drilling operations, Operator will perform an anti-collision scan of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision scan will include definitive MWD or gyro surveys of the offset wells with included error of uncertainty per survey instrument, and compared against the proposed wellpath with its respective error of uncertainty. If current surveys do not exist for the offset wells, Operator may have gyro surveys conducted to verify bottomhole location. The proposed well will only be drilled if the anti-collision scan results indicate that there is not a risk for collision, or harm to people or the environment. For the proposed well, upon conclusion of drilling operations, an as-constructed gyro survey will be submitted to COGCC with the Form 5.

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

Respectfully,

A handwritten signature in blue ink, appearing to read 'Jan Kajiwara'.

Jan Kajiwara
Regulatory Analyst III