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January 8, 2014

Hand Delivered via Courier

COPY



Great Western Oil & Gas Company LLC  
Attn: Santiago Rodriguez  
1801 Broadway, Suite 500  
Denver, CO 80202

RE: **Minimum Intra-Well Distance Waiver – COGCC Rule 318A.m.**  
**Mahalo State AA09-79HNC Horizontal Well**  
**Township 6 North, Range 63 West, 6<sup>th</sup> P.M.**  
**Section 4: SWSW**  
**Weld County, Colorado**

Dear Mr. Rodriguez:

Noble Energy Inc. ("Noble") plans to drill the Mahalo State AA09-79HNC Horizontal Well (the "Well"), with a wellbore lateral as depicted on the enclosed plat.

Our records indicate that Great Western Oil & Gas Company LLC has approved permits for the following well(s) which may be located within 150' from our proposed horizontal wellbore lateral:

**New Cache FH 8-38D**  
**New Cache FH 8-39D**  
**New Cache FH 8-40D**

Colorado Oil and Gas Conservation Commission ("COGCC") Rule 318A.m. provides that no horizontal wellbore lateral shall be located less than one hundred fifty (150') feet from any existing or permitted oil or gas wellbore, but this requirement may be waived in writing by the operator of the encroached upon well.

Noble respectfully requests that that Great Western Oil & Gas Company LLC waive this requirement and allow Noble to drill the Well as proposed. Accordingly, by executing this letter, Great Western Oil & Gas Company LLC waives COGCC Rule 318A.m. and grants its consent to allow Noble to drill the Well within the 150' minimum intra-well distance provided for in said rule.

If you have any questions or need any additional information, please call me at (303)228-4311.

Very truly yours,  
**NOBLE ENERGY, INC.**

Drew Hetherington  
Staff Landman

Enclosures

Great Western Oil & Gas Company LLC

By: Shannon Hartnett

Printed Name: SHANNON HARTNETT

Title: DRILLING ENGINEERING TECH

Date: 1/29/14