

1625 Broadway  
Suite 2200  
Denver, Colorado 80202

Tel: 303.228.4000  
Fax: 303.228.4280



April 24, 2014

IPT, Inc.  
Attn: Clayton Doke  
1707 Cole Boulevard, Suite 200  
Golden, CO 80401

Re: SWD #C3A, SWD #C3B

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Dear Mr. Doke:

Enclosed are signed replies for the subject wells in which Noble Energy, Inc. elects to waive the one hundred and fifty foot (150') minimum intrawell distance as specified in COGCC Rule 318A.m. Attached are Noble's stipulations to this agreement, which must be signed and returned to my attention for acknowledgement and receipt of the stipulations.

If I can be of further assistance, please call me at 720-587-2205 or email me at [cstaples@nobleenergyinc.com](mailto:cstaples@nobleenergyinc.com)

Best Regards,

A handwritten signature in blue ink, appearing to read 'Chauncey Staples', followed by a large, stylized flourish.

Chauncey Staples  
DJ Basin Land  
Noble Energy, Inc.



Integrated Petroleum Technologies, Inc.

04/14/2014

VIA CERTIFIED MAIL #: 7013 2250 0001 4578 0270

Noble Energy Inc  
1625 Broadway, Ste 2200  
Denver, CO 80202

RE: Rule 318A.m Minimum Intrawell Distance Exception

SWD #C3B Well: SHL: 840' FSL, 753' FWL, NWNW Sec. 32-T4N-R65W

received  
4/23/2014

Dear Gentlemen

High Sierra Water Services LLC (HSWS) is applying to the Colorado Oil and Gas Conversation Commission (COGCC) to drill the above referenced well at the described surface and bottom hole location. Per COGCC policy pertaining to Rule 318A.m, no wellbore shall be located less than one hundred fifty (150) feet from any existing or permitted oil or gas wellbore unless waived in writing by the operator of the encroached upon well. As currently planned, the wellbore of the above well will lie within 150 feet of the wellbore of the captioned well:

HAMBERT G 32-4X, API 05-123-25293, Operated by Noble Energy Company Inc, Status: PR

Per COGCC Rules HSWS is required to get the affected operator's approval in writing and a waiver of said Rule 318A.m. Also enclosed are the Well Location Plat that show the planned wellbore.

Should you find this acceptable please indicate so by signing the below section and returning the signed letter either via email to [cdoke@iptenergyservices.com](mailto:cdoke@iptenergyservices.com), by fax or in the enclosed envelope by mail. Please contact the undersigned at 720-420-5719 or 720-560-2700 with any questions.

Sincerely,

Clayton L. Doke  
Senior Engineer  
Integrated Petroleum Technologies Inc  
Consultants to High Sierra Water Services, LLC

Gerald T. Sullivan  
Sr. Land Negotiator Advisor

I, \_\_\_\_\_, officer, agent, or employee of Noble Energy Inc, operator of the affected well, with full power to execute the following, do hereby approve of the High Sierra Water Services well as listed above in Section 32 T4N-R65W and grant a waiver COGCC Rule 318A.m granting that this well may drilled as planned.

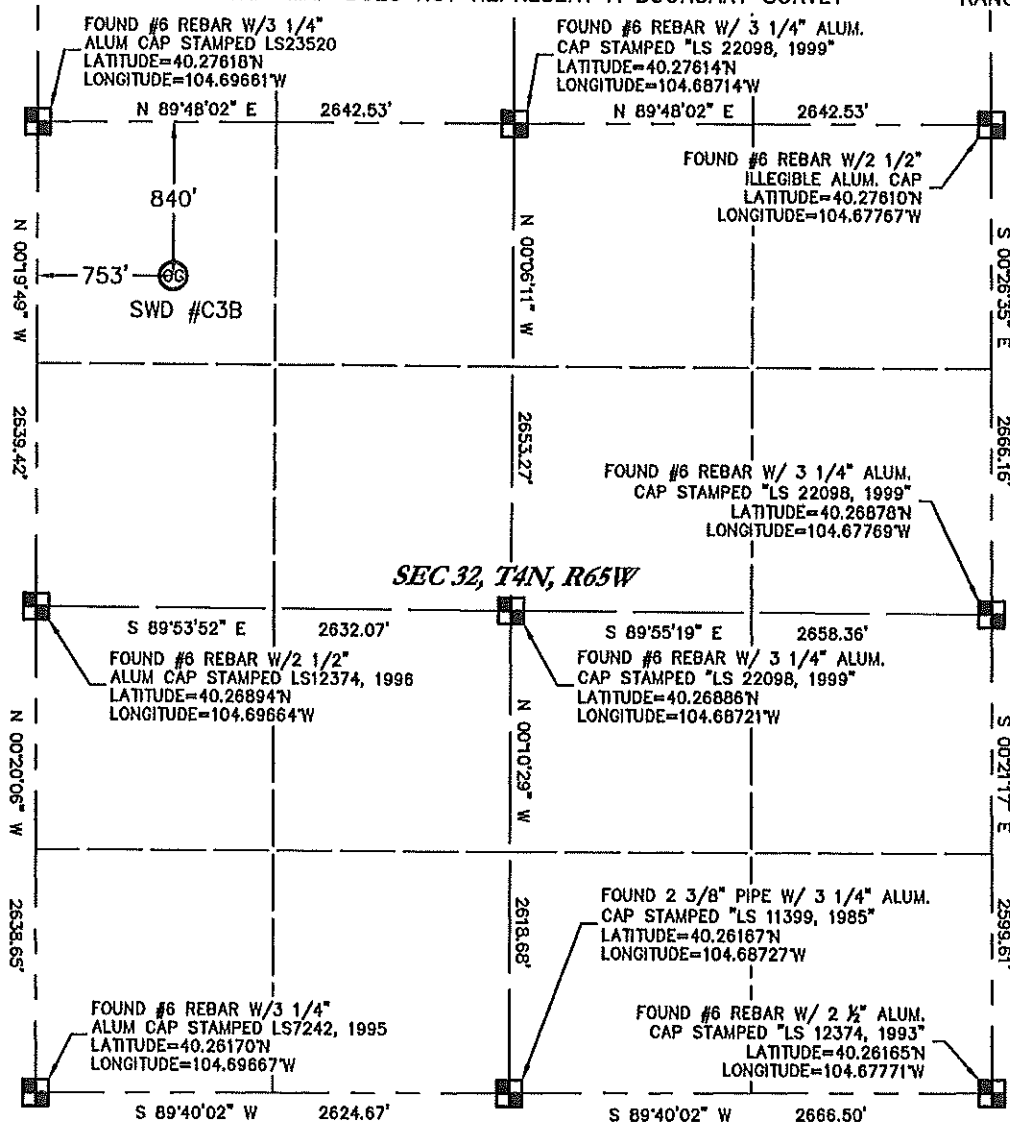
Signed  this 24<sup>th</sup> day of April, 2014

KING SURVEYORS 650 E. GARDEN DR. WINDSOR, CO 80550  
**WELL LOCATION CERTIFICATE**

SWD #C3B

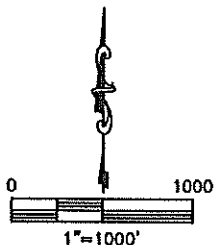
SECTION: 32  
 TOWNSHIP: 4N  
 RANGE: 65W

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY



In accordance with a request from CLAY DOKE for HIGH SIERRA WATER, King Surveyors has determined the surface location of SWD #C3B to be 840' from the NORTH line and 753' from the WEST line, as measured at right angles, from the section lines of Section 32, Township 4 North, Range 65 West of the Sixth Principal Meridian, County of Weld, State of Colorado.

I hereby state that this Well Location Certificate was prepared by me, or under my direct supervision, that the fieldwork was completed on 12-26-2013, for and on behalf of HIGH SIERRA WATER, that this is not a Land Survey Plat or an Improvement Survey Plat, and that it is not to be relied upon for establishment of fence, building, or other future improvement lines.



**NOTES:**

- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
- 2) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
- 3) IMPROVEMENTS: See LOCATION DRAWING for all visible Improvements within 500' of the disturbed area.
- 4) SURFACE USE: OIL/GAS/WATER DISPOSAL FACILITY
- 5) INSTRUMENT OPERATOR: AARON LUND
- 6) NEAREST CULTURAL ITEMS:  
 BUILDING: 92' WEST  
 BUILDING UNIT: 373' NORTHWEST  
 HIGH OCCUPANCY BUILDING UNIT: 5280'+  
 DESIGNATED OUTDOOR ACTIVITY AREA: 5280'+  
 PUBLIC ROAD: 735' WEST  
 ABOVE GROUND UTILITY: 226' NORTHWEST  
 RAILROAD: 5280'+  
 PROPERTY LINE: 68' SOUTHEAST

**LEGEND**

- = FOUND ALIQUOT MONUMENT AS DESCRIBED
- = CALCULATED POSITION
- = SET ALIQUOT MONUMENT AS DESCRIBED



**SURFACE LOCATION**  
 LATITUDE: 40.27386N  
 LONGITUDE: 104.69392W  
 PDOP: 1.3  
 ELEV: 4901'  
 1/4, 1/4: NW1/4 NW1/4

Michael Chad Dilka - On Behalf Of King Surveyors  
 Colorado Licensed Professional Land Surveyor #38106

PROJECT#: 2010104

## 150 ft Waiver –Stipulations to Agreement

### Liability:

Notwithstanding anything contained to the contrary in any Joint Operating Agreement entered into by Noble Energy, Inc. (Vertical Operator) and High Sierra Water Services (Horizontal Operator) covering the SWD #C3B well, any damage caused to the Hambert G 32-4X well (API No. 123-25293) by the drilling of the SWD #C3B well shall be the sole responsibility of High Sierra Water Services, and as between High Sierra Water Services and Noble, High Sierra Water Services agrees to accept sole liability and indemnify, defend and hold Noble harmless for such damage.

### Responsibilities & Costs:

The Horizontal Operator will determine if cased well directional surveys need to be performed on the vertical wells in question. If required, the work will be executed by the Vertical Operator on a schedule mutually agreed to by the Vertical Operator and the Horizontal Operator. A flat rate fee of \$15,000/well will be charged to the joint account of the subject horizontal wellbore for gyro surveys for all vertical wells within 150' of the horizontal wellbore that require gyro surveys.

### Technical Research:

The Horizontal Operator will be responsible for technical review and risk assessment of conducting horizontal operations near said vertical wellbores. This review will include consideration of vertical wellhead pressure ratings, collision risk, and wellbore cement and general integrity including surface casing depth. Horizontal Operator's execution hereof shall serve as Horizontal Operator's request for all pertinent well data from the Vertical Operator.

### Timing:

At least 30 days prior to the horizontal well spud date and at least 60 days prior to its completion date, the Vertical Operator shall be notified. The purpose of this notification is to ensure that Vertical Operator equips the vertical wells for monitoring. In heavy agricultural use areas, additional time may be required to plan and access wellheads.

Election: Signed this 24<sup>th</sup> day of April, 2014.

Horizontal Operator agrees to the Stipulations set forth above: \_\_\_\_\_

Vertical Operator agrees to the Stipulations set forth above: \_\_\_\_\_

 CS  
Gerald T. Sullivan  
Sr. Land Negotiator Advisor





Integrated Petroleum Technologies, Inc.

04/14/2014

VIA CERTIFIED MAIL #: 7013 2250 0001 4578 0270

Noble Energy Inc  
1625 Broadway, Ste 2200  
Denver, CO 80202



RE: Rule 318A.m Minimum Intrawell Distance Exception

SWD #C3A Well: SHL: 826' FNL, 739' FWL, NWNW Sec. 32-T4N-R65W, BHL: 1658' FSL, 465' FWL, NWSW Sec 29-T4N-R65W

Dear Gentlemen

High Sierra Water Services LLC (HSWS) is applying to the Colorado Oil and Gas Conversation Commission (COGCC) to drill the above referenced well at the described surface and bottom hole location. Per COGCC policy pertaining to Rule 318A.m, no wellbore shall be located less than one hundred fifty (150) feet from any existing or permitted oil or gas wellbore unless waived in writing by the operator of the encroached upon well. As currently planned, the wellbore of the above well will lie within 150 feet of the wellbores of the captioned wells:

UPRR 21 PAN AM A 1, API 05-123-07204, Operated by Noble Energy Company Inc, Status: SI  
HSR-MUNDS 13-29, API 05-123-15310, Operated by Noble Energy Company Inc, Status: PR  
HAMBERT G 32-4X, API 05-123-25293, Operated by Noble Energy Company Inc, Status: PR

Per COGCC Rules HSWS is required to get the affected operator's approval in writing and a waiver of said Rule 318A.m. Also enclosed are the Well Location Plat that show the planned wellbore.


Should you find this acceptable please indicate so by signing the below section and returning the signed letter either via email to [cdoke@iptenergyservices.com](mailto:cdoke@iptenergyservices.com), by fax or in the enclosed envelope by mail. Please contact the undersigned at 720-420-5719 or 720-560-2700 with any questions.

Sincerely,

Clayton L. Doke  
Senior Engineer  
Integrated Petroleum Technologies Inc  
Consultants to High Sierra Water Services, LLC

Gerald T. Sullivan  
Sr. Land Negotiator Advisor

I, \_\_\_\_\_, officer, agent, or employee of Noble Energy Inc, operator of the affected wells, with full power to execute the following, do hereby approve of the High Sierra Water Services well as listed above in Section 32 T4N-R65W and grant a waiver COGCC Rule 318A.m granting that this well may drilled as planned.

Signed  this 24<sup>th</sup> day of April, 2014

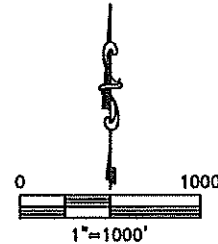
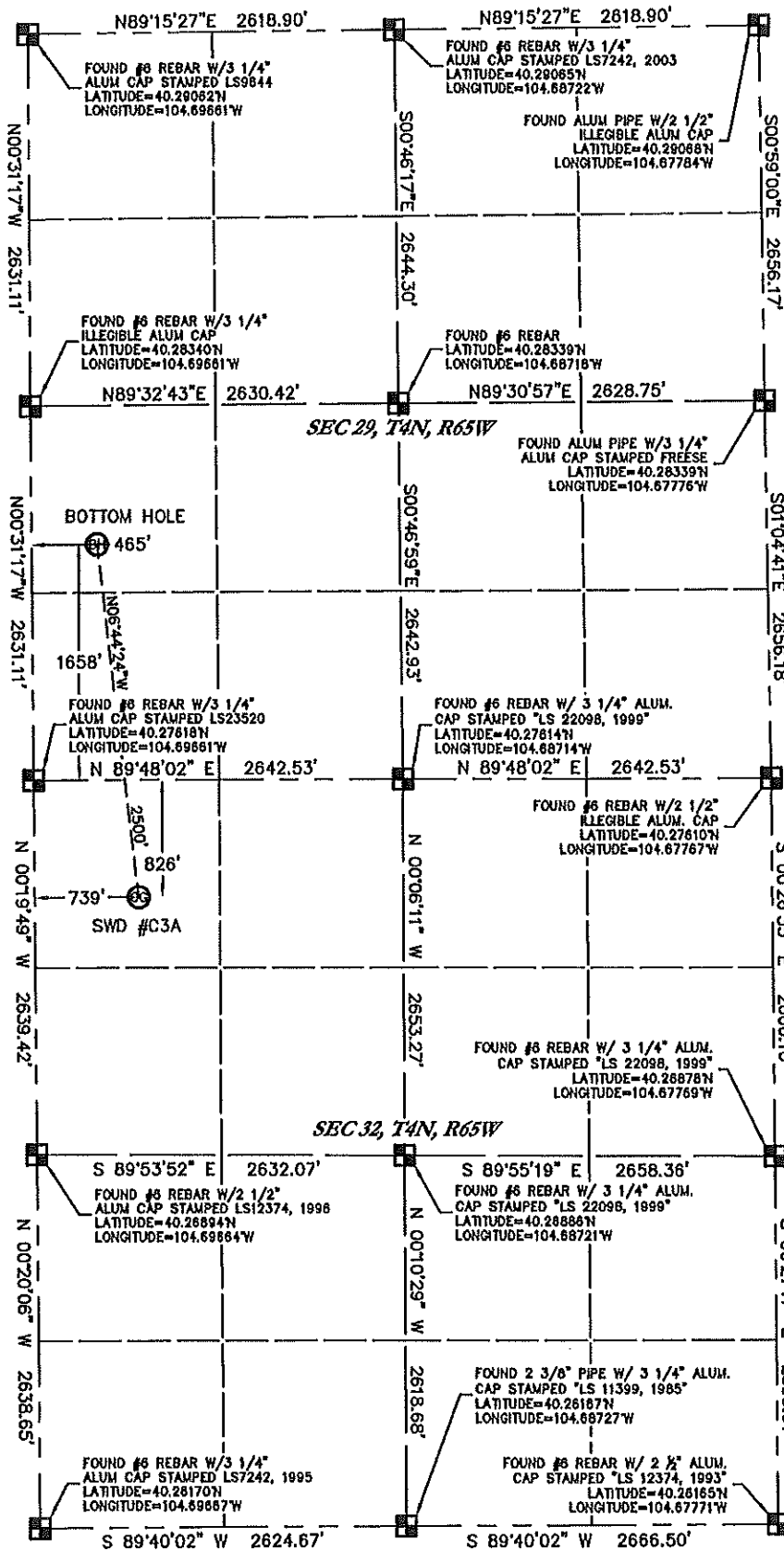
KING SURVEYORS 650 E. GARDEN DR. WINDSOR, CO 80550

# WELL LOCATION CERTIFICATE

SWD #C3A

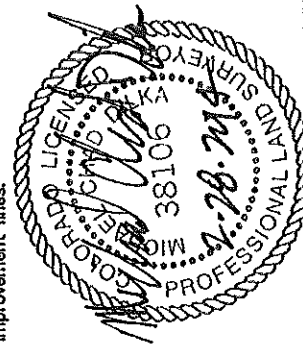
THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 32  
TOWNSHIP: 4N  
RANGE: 65W



**SURFACE LOCATION**  
LATITUDE: 40.27390N  
LONGITUDE: 104.69397W  
PDOP: 1.2  
ELEV: 4901'  
1/4, 1/4: NW1/4 SEC 32

**BOTTOM HOLE**  
LATITUDE: 40.28072N  
LONGITUDE: 104.69494W  
1/4, 1/4: NW1/4 SEC 29



Michael Chad Dilka - On Behalf Of King Surveyors  
Colorado Licensed Professional Land Surveyor #38106  
PROJECT#: 2010104

In accordance with a request from CLAY DOKE for HIGH SIERRA WATER, King Surveyors has determined the surface location of SWD #C3A to be 826' from the NORTH line and 739' from the WEST line, as measured at right angles, from the section lines of Section 32 and the bottom hole to be 1658' from the SOUTH line and 465' from the WEST line, as measured at right angles, from the section lines of Section 29, both in Township 4 North, Range 65 West of the Sixth Principal Meridian, County of Weld, State of Colorado.

I hereby state that this Well Location Certificate was prepared by me, or under my direct supervision, that the fieldwork was completed on 12-26-2013, for and on behalf of HIGH SIERRA WATER, that this is not a Land Survey Plat or an Improvement Survey Plat, and that it is not to be relied upon for establishment of fence, building, or other future improvement lines.

- NOTES:**
- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot".
  - 2) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
  - 3) IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 500' of the disturbed area.
  - 4) SURFACE USE: OIL/GAS/WATER DISPOSAL FACILITY
  - 5) INSTRUMENT OPERATOR: AARON LUND
  - 6) NEAREST CULTURAL ITEMS:  
BUILDING: 78' WEST  
BUILDING UNIT: 355' NORTHWEST  
HIGH OCCUPANCY BUILDING UNIT: 5280'+  
DESIGNATED OUTDOOR ACTIVITY AREA: 5280'+  
PUBLIC ROAD: 720' WEST  
ABOVE GROUND UTILITY: 206' NORTHWEST  
RAILROAD: 5280'+  
PROPERTY LINE: 84' SOUTHEAST

- LEGEND**
- = FOUND ALIQUOT MONUMENT AS DESCRIBED
  - = CALCULATED POSITION
  - = SET ALIQUOT MONUMENT AS DESCRIBED

## 150 ft Waiver –Stipulations to Agreement

### Liability:

Notwithstanding anything contained to the contrary in any Joint Operating Agreement entered into by Noble Energy, Inc. (Vertical Operator) and High Sierra Water Services (Horizontal Operator) covering the SWD #C3A well, any damage caused to the UPRR 21 PAN AM A 1 well (API No. 123-07204), HSR-MUNDS 13-29 well (API No. 123-15310), or Hambert G32-4X (API No. 123-25293) well by the drilling of the SWD #C3A well shall be the sole responsibility of High Sierra Water Services, and as between High Sierra Water Services and Noble, High Sierra Water Services agrees to accept sole liability and indemnify, defend and hold Noble harmless for such damage.

### Responsibilities & Costs:

The Horizontal Operator will determine if cased well directional surveys need to be performed on the vertical wells in question. If required, the work will be executed by the Vertical Operator on a schedule mutually agreed to by the Vertical Operator and the Horizontal Operator. A flat rate fee of \$15,000/well will be charged to the joint account of the subject horizontal wellbore for gyro surveys for all vertical wells within 150' of the horizontal wellbore that require gyro surveys.

### Technical Research:

The Horizontal Operator will be responsible for technical review and risk assessment of conducting horizontal operations near said vertical wellbores. This review will include consideration of vertical wellhead pressure ratings, collision risk, and wellbore cement and general integrity including surface casing depth. Horizontal Operator's execution hereof shall serve as Horizontal Operator's request for all pertinent well data from the Vertical Operator.

### Timing:

At least 30 days prior to the horizontal well spud date and at least 60 days prior to its completion date, the Vertical Operator shall be notified. The purpose of this notification is to ensure that Vertical Operator equips the vertical wells for monitoring. In heavy agricultural use areas, additional time may be required to plan and access wellheads.

Election: Signed this 24<sup>th</sup> day of April, 2014.

Horizontal Operator agrees to the Stipulations set forth above: \_\_\_\_\_

Vertical Operator agrees to the Stipulations set forth above: Gerald T. Sullivan CS

Gerald T. Sullivan  
Sr. Land Negotiator Advisor