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5/07/2014

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Mr. Matt Lepore, Director

RE: **Request to the Director for 318A.a Surface Location Exception (Outside 318A Drilling Window)**
Request to the Director for 318A.c Twinning Location Exception
Wells on Pad location: Heartland State G36-75-1HN (REF), Heartland G25-73-1HN,
Heartland State H01-74-1HN, Heartland State C31-79-1HN, Heartland C31-78-1HN
Heartland G25-72-1HN, Heartland C30-79-1HN, Heartland C30-79HN, Heartland State H01-73-1HN
Section: 25, SE/4SE/4: Township 4 North, Range 65 West, 6th P.M.
Weld County, Colorado

Dear Director:

The surface location of NEI's proposed well(s) has been staked outside of the 318A.a drilling window. The location is being permitted as an exception location. NEI has obtained written permission contained in a Surface Use Agreement from the surface owner.

Under the Revised Rule 318A.c any new twinning well is to be located within 50' of an existing well. The surface location of NEI's proposed well(s) has been staked greater than 50' from the nearest oil and gas well. Noble has obtained permission, contained in a Surface Use Agreement, from the surface owner.

Thank you for your attention to the enclosed. Noble respectfully requests that the COGCC review the enclosed information and approve the requested exception location waivers and Application for Permit to Drill the captioned well(s).

Respectfully,

Andrea Rawson
Regulatory Analyst
Noble Energy Inc.