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September 28, 2016

Bayswater Exploration and Production, LLC
Attn: Ms. Pamela Kingery
730 17th Street, Suite 610
Denver, CO 80202

RE: **Statewide Fracture Stimulation Setback Waiver – COGCC Rule 317(s)**
Blackburn K06-625
Township 4 North, Range 66 West, 6th P.M.
Section 4: SW/4
Section 5: S/2
Weld County, Colorado

Ms. Kingery:

Noble Energy Inc. ("Noble") plans to drill the Blackburn K06-625 Well (the "Well"), with a wellbore lateral as depicted on the enclosed plat.

Our records indicate that Bayswater Exploration and Production, LLC ("Bayswater") operates the following well(s) which may be located within 150' from our proposed horizontal wellbore lateral:

Kammerzell K 5-16
Kammerzell K 1-5

Colorado Oil and Gas Conservation Commission ("COGCC") Rule 317(s) provides that no portion of a proposed wellbore's treated interval 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 Bayswater waive this requirement and allow Noble to drill the Well as proposed. Accordingly, by executing this letter, Bayswater waives COGCC Rule 317(s) 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 (720)587-2052.

Very truly yours,
NOBLE ENERGY, INC.

A handwritten signature in black ink, appearing to read 'B. Bolton'.

Brian Bolton
Staff Landman

Enclosures

Company name

By:	<i>Pamela B. Kingery</i>
Printed Name:	<i>Pamela B. Kingery</i>
Title:	<i>Land Manager</i>
Date:	<i>10-7-16</i>